



**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

**Summary of Features of Warrants to Purchase the Newly Issued Ordinary Shares of
NR Instant Produce Public Company Limited No. 2**

Securities Issuer	NR Instant Produce Public Company Limited (the “Company”)
Name of the Securities Offered	Warrants to Purchase the Newly Issued Ordinary Shares of the Company No. 2 (the “Warrants” or “NRF-W2”)
Type of Warrants	Named certificate and transferable
Number of Warrants Issued and Offered	Not exceeding 472,552,430 units
Number of Shares Allocated to Accommodate the Exercise of the Warrants	<p>472,552,430 shares (at the par value of 1.00 Baht per share) equivalent to 31.25% of the total number of shares sold of the Company after the offering of the newly issued ordinary shares of the Company to the existing shareholders proportionate to their respective shareholdings, which is calculated according to the following formula:</p> $= \frac{\text{Reserved shares for NRF-W2}}{\text{the total number of shares sold of the Company}^*}$ $= \frac{472,552,430}{1,417,657,291+94,510,486} = 31.25\%$ <p><u>Remark:</u> *The total number of shares sold of the Company are equal to the sum of the current number of paid-up shares of the Company (1,417,657,291 shares) and the number of the newly issued ordinary shares of the Company to the existing shareholders proportionate to their respective shareholdings (Rights Offering) (94,510,486 shares)</p>
Offering Method / Allocation Ratio	The Company will allocate the Warrants 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 there are fractional Warrants remaining from the calculation, such fractions shall be disregarded)
Offering Price Per Unit	0 Baht
Exercise Ratio	1 unit of the Warrant is entitled to purchase 1 ordinary share of the Company, except in the case of an adjustment to the exercise ratio.
Exercise Price	1.00 Baht per share, except in the case of an adjustment to the exercise price

Issuance Date of Warrants	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 the issuance date of the Warrants. The Company will complete the issuance and offering of the Warrants within 1 year from the date of approval by the shareholders' meeting.
Term of the Warrants	Not exceeding 3 years from the issuance date of the Warrants
The Conditions and Period for Exercise	<p>The warrant holders shall be eligible to exercise their rights on every last business day of each quarter in each calendar year (i.e. the last business day of March, June, September and December) throughout the term of the Warrants (the “Exercise Date”). The first Exercise Date will be the last business day of first quarter following the warrant issuance date, and the last Exercise Date will fall on the third anniversary of the warrant issuance date.</p> <p>If the last Exercise Date does not fall on a business day of the Company or the Stock Exchange of Thailand, it shall be postponed to the preceding business day.</p>
Secondary Market of the Warrants	<p>The Company will further file an application to list the Warrants as listed securities on the Stock Exchange of Thailand, insofar as it is practicable and not contrary to the relevant law and/or regulations</p> <p>(*Remark: In case there are fewer than 50 warrant holders on the date of application submission, the Warrants will not qualify as securities, which means the Company cannot submit an application to list the Warrants as listed securities on the Stock Exchange of Thailand in accordance with the Regulation of the Stock Exchange of Thailand Re: Listing and Delisting of Warrants on Ordinary Shares or Preferred Shares as Listed Securities B.E. 2563 (2020))</p>
Secondary Market of the Ordinary Shares Issued from the Exercise of the Warrants	The Company will list the ordinary shares issued upon the exercise of the Warrants as listed securities on the Stock Exchange of Thailand
Reasons to Issue New Shares to Accommodate the Adjustment of Rights	<p>When the Company adjusts the exercise price and/or the exercise ratio in accordance with the terms of adjustment upon the occurrence of any event specified in the terms and conditions of the warrants, which falls under Clause 11(4)(b) of the Notification of Capital Market Supervisory Board No. TorChor. 34/2551 Re: Application for Permission and Permission to Offer the Warrants representing the Rights to Purchase New Shares and the Newly Issued Shares Reserved for the Accommodation of the Exercise of the Warrants dated 15 December 2008 (including any amendments thereto)</p> <p>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 the conditions and other details related to the adjustment of the exercise price and exercise ratio</p>

Conditions for Remaining Warrants	The Company will cancel the remaining Warrants
Right Adjustment Conditions	<p>The Company will adjust the exercise price and/or the exercise ratio in accordance with the terms of adjustment upon the occurrence of any event specified in the terms and conditions of the warrants, which falls under Clause 11(4)(b) of the Notification of Capital Market Supervisory Board No. TorChor. 34/2551 Re: Application for Permission and Permission to Offer the Warrants representing the Rights to Purchase New Shares and the Newly Issued Shares Reserved for the Accommodation of the Exercise of the Warrants dated 15 December 2008 (including any amendments thereto), or any other similar event, such as:</p> <ol style="list-style-type: none"> (1) When there is a change in the par value of the Company's shares as a result of a share consolidation or share split; (2) When the Company offers newly issued shares at a low price; (3) When the Company offers convertible debentures at a low price or offers warrants at a low price; (4) When the Company distributes dividends, in whole or in part, in the form of newly issued shares to shareholders; (5) When the Company pays the dividend in cash exceeding the rate specified in terms and conditions; (6) When any other event occurs similar to (1) to (5) that results in a reduction in the benefits that warrant holders would receive upon exercising their rights under the warrants.
Warrants Registrar	Thailand Securities Depository Company Limited
Other Conditions	<p>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.</p>

(F 53-4)

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

We, NR Instant Produce Public Company Limited (the “**Company**”) would like to notify the resolutions of the Board of Directors’ Meeting No.11/2025, convened on 18 June 2025, regarding the capital increase and the allocation of the newly issued ordinary shares. The details are as follows:

1. Capital Decrease and Capital Increase

1.1 Capital Decrease

The Board of Directors’ Meeting resolved to propose to 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 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 allocated to accommodate the issuance and offering of new ordinary shares under the General Mandate, 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

1.2 Capital Increase

The Board of Directors’ Meeting resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the increase of 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, whereby the type of capital increase are as follows:

Capital Increase	Type of Shares	Number of Shares (Shares)	Par Value (Baht per Share)	Total (Baht)
<input checked="" type="checkbox"/> Specific purpose of utilizing the proceeds	Ordinary shares	567,062,916	1.00	567,062,916
	Preferred Shares	-	-	-
<input checked="" type="checkbox"/> General Mandate	Ordinary shares	141,765,729	1.00	141,765,729
	Preferred Shares	-	-	-

2. Allocation of Newly Issued Shares

2.1 Specifying the Purpose of Utilizing Funds

Allocated To	Number of Shares (Shares)	Ratio (Existing: New)	Offering Price (Baht per Share)	Date and time of subscription and share payment	Remark
The existing shareholders proportionate to their respective shareholdings (Rights Offering)	94,510,486	15 existing ordinary shares to 1 newly issued ordinary share	1.00	-	Please consider remark below
To accommodate the exercise of the NRF-W2 Warrants	472,552,430	-	Allocated at no cost	-	Please consider remark below

Remarks:

The Board of Directors' Meeting resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the increase of the Company's registered capital with a specified purpose for fund utilization by allocating 567,062,916 newly issued ordinary shares with a par value of Baht 1.00 per share, 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 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 during 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
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. 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**)

2.1.1 Company Procedures in the Case of Fractional Shares

In the event that the calculation results in fractions, such fractions shall be disregarded

2.2 General Mandate

Allocated to	Type of securities	Number of shares (shares)	Percentage per the paid-up capital ^{2/}	Remark
Private Placement ^{1/}	Ordinary share	141,765,729	10	Please consider remark below

Remarks:

- 1/ The Board of Directors' Meeting resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the Company's registered capital increase in order to allocate the newly issued ordinary shares in the amount of 141,765,729 shares with a par value of 1.00 Baht per share under General Mandate via Private Placement, 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.
- 2/ Percentage per paid-up capital as of the date the Board of Directors of the listed company approved the capital increase under General Mandate.

3. Schedule for the Shareholders' Meeting to Approve the Capital Increase and Allocation of Newly Issued Shares.

The Extraordinary General Meeting of Shareholders No. 1/2025 on 24 July 2025, 14.00 hours via the electronic meeting in accordance with criteria specified in the laws on electronic meeting. The record date which the shareholders have right to attend the Extraordinary General Meeting of Shareholders No. 1/2025 will be on 3 July 2025

4. Approval for Capital Increase / Share Allocation from Relevant Governmental Authorities and Conditions of such Approval (if any)

- 4.1. The Company shall register the capital decrease, capital increase, and the amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce, within 14 days from the date of approval by the shareholders' meeting. In addition, the Company shall register the change in paid-up capital with the Department of Business Development, Ministry of Commerce, within 14 days from the date of receipt of the share subscription payment;
- 4.2. The Company shall submit an application to the SET for the listing of the newly issued ordinary shares which are issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering) as listed securities on the SET;
- 4.3. The Company shall submit an application to the SET for the listing of the Warrants and the ordinary shares arising upon the exercise of rights under the Warrants as listed securities on the SET, insofar as it is practicable and not contrary to the relevant law and/or regulations

(*Remark: In case there are fewer than 50 warrant holders on the date of application submission, the Warrants will not qualify as securities, which means the Company cannot submit an application to list the Warrants as listed securities on the Stock Exchange of Thailand in accordance with the Regulation of the Stock Exchange of Thailand Re: Listing and Delisting of Warrants on Ordinary Shares or Preferred Shares as Listed Securities B.E. 2563 (2020))

5. Objectives of Capital Increase and Plans for Utilizing Proceeds obtained from the Capital Increase

The Company will use the proceeds from offering of newly issued shares to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) and the proceeds from the exercise of NRF-W2 Warrants for the following objectives:

Objectives of Proceeds Utilization	Approximate Amount of Proceeds to be Used (Million Baht)	Timeframe for Utilization of Proceeds
Proceeds from the offering of newly issued shares to the existing shareholders of the Company proportionate to their respective shareholdings		
1. To be used as working capital of the Company	70.000 – 80.000	By 2025
2. To be used as working capital of subsidiaries	The remaining amount from Clause 1	By 2025
Proceeds from the exercise of NRF-W2 Warrants		
3. To repay the loans from financial institutions	329.000	By 2028
4. To be used for expanding the Company's business in related businesses or supporting the Company's existing business	50.000	
5. To be used as working capital of the Company	The remaining amount from Clause 3 and 4	
Total	567.063	

The plans for utilizing the additional funds outlined above align with the Company's current business plan, which anticipates allocating the proceeds from the offering of the newly issued shares to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) and the exercise of NRF-W2 Warrants. However, the actual number of newly issued shares subscribed by investors and NRF-W2 Warrants exercised by warrant holders may be lower than expected, potentially resulting in the Company receiving less capital than initially planned. In such a scenario, the Company's plan for capital utilization may deviate from the intended use of funds as described above.

In addition, with respect to the allocation of newly issued ordinary shares under the General Mandate via Private Placement, the objectives of the capital increase and the intended use of proceeds are as follows:

- (1) To invest in other businesses and/or companies, including but not limited to investments in ordinary shares or assets;
- (2) To support future expansion of the Company in related businesses or to strengthen the Company's existing operations; and
- (3) To be used as working capital

6. Benefits that the Company will receive from the Capital Increase / Share Allocation

The issuance and offering of the Company's newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), together with the issuance and offering of warrants to those shareholders who subscribe to and are allocated such newly issued shares, represent an appropriate fundraising strategy. This approach will enhance the Company's financial flexibility and liquidity, support the expansion of related businesses and strengthen the Company's existing operations. Ultimately, this is expected to drive long-term growth and increase the Company's overall competitiveness, while also delivering benefits to all shareholders without adversely affecting the Company's financial liquidity.

7. Benefits that the Shareholders will receive from Capital Increase / Share Allocation

7.1 Dividend Policy

The Company has a policy to pay dividends to shareholders at least 30% of their net profit after deducting legal reserves and other types of reserve (if any). However, dividend payment is subject to further changes and also depends on the Company's performance, financial position, operating results, liquidity, cash flow, necessity on working capital, investment plan, business expansion in the future, market conditions, appropriateness and other factors relating to the Company's operation and management,

7.2 Right to Receive Dividends from the Company's Operations

The persons who have been allocated the newly issued ordinary shares which issued and offered to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) on this occasion will have the right to receive dividends when they are registered as shareholders of the Company by the Department of Business Development, Ministry of Commerce, in accordance with relevant laws and regulations.

7.3 Others

-None-

8. **Other Details Necessary for Shareholders' Decision Making in the Approval of the Capital Increase / Share Allocation**

For the other details necessary for shareholders' decision making in the approval of the capital increase / share allocation, please refer to the information memorandum concerning the issuance and offering of the newly issued ordinary shares of NR Instant Produce Public Company Limited (**Attachment No.3**).

9. **Timeline for the Process in Case the Board of Directors Passes a Resolution with the Approval of the Capital Increase / Share Allocation**

No.	Actions	Date/Month/Year
1.	The Board of Directors' Meeting No.11/2025	18 June 2025
2.	The date to determine the names of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2025 (Record Date)	3 July 2025
3.	The Extraordinary General Meeting of Shareholders No. 1/2025	24 July 2025
4.	Registration of capital decrease, capital increase, and amendment to the Memorandum of Association of the Company with Department of Business Development, Ministry of Commerce.	Within 14 days from the date the shareholders' meeting resolves to approve the capital decrease and the capital increase
5.	The date to determine the names of shareholders who are entitled to the allocation of the newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Record Date)	4 August 2025
6.	Subscription period for the newly issued ordinary shares issued and offered to the existing shareholders proportionate to their respective shareholdings (Rights Offering)	21-22 August 2025 and 25-27 August 2025 (a total of 5 business days)
7.	Registration of the amendment to the paid-up capital with the Department of Business Development, Ministry of Commerce.	Within 14 from the date of receipt of the share subscription payment;

No.	Actions	Date/Month/Year
8.	Submitting application for permission from the SET to list the newly issued ordinary shares as listed securities on the SET.	Within 30 from the end date of subscription period
9.	Date of issuance and allocation of the NRF-W2 Warrants	The Company will announce the date at a later time. The Company shall complete the offering of the Warrants and reserved shares within one year from the date of the Shareholders' Meeting resolution.
10.	Offering newly issued ordinary shares under General Mandate via Private Placement	The Company will allocate the newly issued shares under General Mandate 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.

The Company hereby certifies that the information contained in this report form is correct and complete in all respects.

(Mr. Dan Pathomvanich)

Authorized Director

(Miss Penhurai Chaichatchaval)

Authorized Director

(Authorized directors sign and affix the Company seal)

**Information Memorandum Concerning the Issuance and Offering of the Newly Issued
Ordinary Shares of NR Instant Produce Public Company Limited**

The Board of Directors' Meeting of NR Instant Produce Public Company Limited (the "**Company**") No. 11/2025 convened on 18 June 2025, resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the increase of 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. The details of the issuance and offering of the Company's newly issued ordinary shares are as follows:

1. Details of the Offering of Newly Issued Shares

- 1.1. 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).
- 1.2. 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 units of NRF-W2 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**)
- 1.3. Allocate the newly issued ordinary shares in the amount of 141,765,729 shares with a par value of 1.00 Baht per share under General Mandate via Private Placement, 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.

2. Objectives of Capital Increase and Plans for Utilizing Proceeds obtained from the Capital Increase

The Company will use the proceeds from the shares offering for the purposes specified in Clause 5 (Objectives of Capital Increase and Plans for Utilizing Proceeds obtained from the Capital Increase) of Capital Increase Report Form (**Attachment No. 2**)

3. Dilution Effect and the Value Shareholders Receive Compared to the Impact of the Issuance and Offering of Newly Issued Ordinary Shares to the existing shareholders of the Company proportionate to their respective shareholdings (Rights Offering) and the Issuance and Offering of NRF-W2 Warrants

3.1. Effects on Voting Rights (Control Dilution)

- (1) In the event that all shareholders subscribe for the newly issued ordinary shares in proportion to their respective shareholdings and fully exercise the NRF-W2 Warrants, there will be no change in the shareholding structure, and the existing shareholders will not experience any dilution of their shareholding proportion. Conversely, if none of the shareholders exercise their rights to subscribe for the newly issued ordinary shares, the Company will proceed with a capital decrease by cancelling the remaining unsubscribed shares. In such case, the number of paid-up shares will remain unchanged, and there will be no impact on the shareholding proportion.
- (2) If, following the issuance and offering of newly issued ordinary shares in proportion to existing shareholding but prior to the issuance and offering of NRF-W2 Warrants, all existing shareholders decline to subscribe for the newly issued ordinary shares to which they are entitled, and other shareholders subscribe for their full entitlements and/or for additional shares through oversubscription, this may result in a dilution of voting rights (Control Dilution) for those who did not subscribe. The Control Dilution will be calculated as follows:

$$\begin{aligned}
 \text{Control} &= \frac{\text{Number of Shares Offered to RO}}{(\text{Number of Shares Sold} + \text{Number of Shares Offered to RO})} \\
 \text{Dilution} &= \frac{94,510,486}{1,417,657,291 + 94,510,486} \\
 &= 6.25 \%
 \end{aligned}$$

- (3) If, following the issuance and offering of newly issued ordinary shares in proportion to existing shareholding and the issuance and offering of NRF-W2 Warrants, all existing shareholders decline to subscribe for the newly issued ordinary shares to which they are entitled, but the subscribers of newly issued ordinary shares and the individuals exercising the rights under NRF-W2 Warrants are not the Company's existing shareholders, this may result in a dilution of voting rights (Control Dilution) for those who did not subscribe. The Control Dilution will be calculated as follows:

$$\begin{aligned}
 \text{Control} &= \frac{\text{Number of Shares Offered to RO} + \text{Number of Shares Reserved for NRF-W2}}{(\text{Number of Shares Sold} + \text{Number of Shares Offered to RO} + \text{Number of Shares Reserved for NRF-W2})} \\
 \text{Dilution} &= \frac{94,510,486 + 472,552,430}{1,417,657,291 + 94,510,486 + 472,552,430} \\
 &= 28.57 \%
 \end{aligned}$$

3.2. Effects on the Share Price (Price Dilution)

The issuance and offering of newly issued ordinary shares in proportion to shareholding and the issuance and offering of NRF-W2 Warrants have no impact on the share price (Price Dilution) because the subscription price of the newly issued ordinary shares is equal to 1.00 Baht per share and the exercise price of NRF-W2 Warrants is equal to 1.00 Baht per share, which is higher than the market price prior to the offering, which equal to 0.31 Baht per share.

The market price is equal to the weighted average market price of the Company for the past 7 consecutive business days prior to the date on which the Board of Directors resolved to propose the agenda to the shareholders' meeting (between 9 June 2025 – 17 June 2025).

3.3. Effects on Earnings Per Share Dilution

The Company was unable to calculate the impact on earnings per share dilution because the Company had a net loss on its financial position and income statement for the first quarter ended 31 March 2025.

4. Opinion of the Board of Directors on the Capital Increase

4.1 Reason and Necessity of the Capital Increase

The Board of Directors is of the opinion that the capital increase will enable the Company to obtain additional funding to be used as working capital for its business operations, thereby improving liquidity. The proceeds may also be allocated to future investments, which are expected to significantly reduce the Company's Debt-to-Equity Ratio (D/E Ratio). This capital increase will strengthen the Company's overall financial position and support the establishment of a stable and sustainable income base in both the short and long term, ultimately creating value for the Company and its shareholders.

4.2 Possibility of the Plan for Utilizing the Proceeds from the Capital Increase

The Company expects to successfully use the proceeds from the capital increase for the objectives of capital increase and plans for utilizing proceeds obtained from the capital increase as detailed in Clause 2 above.

4.3 Reasons of the Capital Increase and Plan for Utilization of Proceeds Obtained from the Offering of Newly Issued Shares, including the Adequacy of Funding Sources

The capital increase and the proposed utilization of proceeds from the offering of newly issued shares are considered reasonable, as the expected proceeds are sufficient to serve the intended purposes outlined in Clause 2 above. The Company's plan to enhance liquidity through the issuance and offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), along with the issuance and offering of NRF-W2 Warrants, is appropriate, as it provides a means of strengthening liquidity without incurring future financial costs. In cases where existing shareholders subscribe for the newly issued shares, there will be no impact on their proportion of voting

rights (Control Dilution). This approach is preferable to alternative methods of liquidity enhancement, such as borrowing from financial institutions, which would involve interest and financial obligations, or increasing capital through a Private Placement, which could result in Control Dilution for existing shareholders.

In addition, as the Company requires capital to strengthen its liquidity and does not have accumulated operating losses, it is necessary to set the offering price of the newly issued ordinary shares under the Rights Offering and the exercise price of NRF-W2 Warrants at the par value of the Company's shares (1.00 Baht per share), which is higher than the current market price. If the Company receives proceeds from this capital increase, it will have additional capital to support its operations and enhance its ability to generate profits.

4.4 Potential Impact on the Company's Business Operations, Financial Position and Overall Operating

If the Company receives less funding from the capital increase than expected, the planned use of proceeds may be adjusted accordingly. This may have an adverse impact on the Company's financial position and operating results due to potential liabilities, interest expenses, or other costs arising from loans or alternative capital raising methods. However, If the capital increase is successfully completed, the Company will benefit from a stronger capital structure and improved financial ratios, particularly through a long-term reduction in the debt-to-equity ratio, as the proceeds will be used in accordance with the objectives of the capital increase and the plans for utilizing proceeds obtained from the capital increase as outlined in Clause 2 above.

5. The Board of Directors' Certification Regarding the Capital Increase

The Board of Directors hereby certifies that it has performed its duties with honesty and due care in the best interest of the Company in relation to this capital increase. In the event that any director fails to perform such duties with honesty and due care, thereby causing damage to the Company, shareholders may file a claim for compensation against the responsible director on behalf of the Company pursuant to Section 85 of the Public Limited Companies Act B.E. 2535 (as amended). Furthermore, if such conduct resulting in benefits accruing to the directors or related persons without authorization, the shareholders may sue the directors to hold them liable for returning such benefits to the Company on behalf of the Company in accordance with Section 89/18 of the Securities and Exchange Act B.E. 2535 (as amended).

The Company hereby certifies that the information contained in this report form is correct and complete in all respects.

Please be informed accordingly.

Sincerely yours,

Miss Penhurai Chaichatchaval
Chief Finance and Investment Officer

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.

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

Section 9

Increase 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:

Qualifications of Independent Directors

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

1. Dr. Dhas Udomdhammahakdi			
	Position	Chairman of the Board of Directors / Independent Director / Chairman of Risk Management and Sustainability Development Committee / Member of the Audit Committee / Member of the Nomination, Remuneration and Corporate Governance Committee	
	Age	67 years	
	Address	9 Soi Wachirathamsatit 30, Sukhumvit 101/1, Bang Na, Bangkok 10260	
	Percentage Shareholding ¹	- None -	
	Education	1. Bachelor's Degree in Accounting, Thammasat University 2. Advanced Graduate Diploma in Auditing, Chulalongkorn University 3. Master of Business Administration, International Management, University of Dallas, USA 4. PhD. In Social Science, Magadh University, India	
	Work Experience	2024 - Present	Chairman of the Board of Directors NR Instant Product Public Company Limited
		2025 - Present	Independent Director / Chairman of Risk Management and Sustainability Development Committee / Member of the Audit Committee / Member of the Nomination, Remuneration and Corporate Governance Committee NR Instant Product Public Company Limited
		2018 - 2025	Independent Director / Chairman of Risk Management Committee / Member of the Audit Committee / Member of the Nomination and Remuneration Committee / Member of the Corporate Governance and Sustainability Committee NR Instant Product Public Company Limited
		2024 - Present	Chairman Botany PetCare Company Limited
		2023 - Present	Independent Director / Audit Committee Member Kairous Acquisition Corporation Limited (KACL)

		2014 - Present	Independent Director / Member of the Audit Committee / Chairman of Risk Management Sustainable Development Committee / Member of Nomination, Remuneration and Corporate Governance Committee Grand Prix International Public Company Limited
		1994 - Present	Director Tannon Company Limited
		2020 - 2024	CEO / Independent Director True Energy Limited
	Directorship / Executive in other listed company	1 Company	
	Directorship / Executive in other companies which is non-listed company	3 Companies	
	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 -		
	Conflicts of interests in all agendas	No conflicts of interest in all agendas of EGM No.1/2025	

Remarks:

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

2. Mr. Ekasak Tangsujaritpant		
	Position	Independent Director / Chairman of the Audit Committee / Chairman of the Nomination, Remuneration and Corporate Governance Committee
	Age	51 years
	Address	144 Soi Lardpharo 80, Wang Thonglang, Wang Thonglang, Bangkok, 10310
	Percentage Shareholding ¹	- None -
	Education	1. Master of Business Administration, Oglethorpe University, Atlanta, GA 2. Bachelor of Science, Management and Marketing, Oglethorpe University, Atlanta, GA
	Working Experience	2025 - Present Independent Director / Chairman of the Audit Committee / Chairman of the Nomination, Remuneration and Corporate Governance Committee NR Instant Product Public Company Limited
		2018 – Present Director Sweet Spot Ventures Company Limited
		March - October 2024 Independent Director / Member of Audit Committee BlueVenture Group Public Company
		2019 – 2022 Director WYNN International Insurance Broker Company Limited
		2018 – 2021 Chief Marketing & Business Development Officer Aegon Insights Thailand Company Limited
	Directorship / Executive in other listed company	- None -
	Directorship / Executive in other companies which is non-listed company	1 Company
	Directorship / Executive in other companies that may have conflict of interest or	- None -

	implicitly compete with the Company	
	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 -	
	Conflicts of interests in all agendas	No conflicts of interest in all agendas of EGM No.1/2025

Remarks:

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

Clarifications on Registration, Casting, Counting and Announcing Votes
For the Extraordinary General Meeting of Shareholders No. 1/2025
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:

1. 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 <u>and</u> ■ 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 <u>and</u> ■ 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 <u>and</u> ■ 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 <u>and</u> ■ The Proxy Form as attached to the Invitation Letter (Form A or B), completely filled in and signed by the shareholder and the proxy <u>and</u>

Meeting Attendee	Document or Evidence
	<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)
<p>4. Shareholder as Juristic Person appointing a Proxy</p>	<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)
<p>5. Granting proxy to the Company's independent director</p>	<ul style="list-style-type: none"> ■ Shareholder granting proxy to the Company's independent director as per the names listed in the Attachment No. 5 and 7 ■ Kindly request the shareholders who grant the Company's independent director as the proxy. Please send the above documents to the Company by 21 July 2025 through the following channels: <ul style="list-style-type: none"> - via Email: IR@nrinstant.com or - via postal mail: Investor Relations Department NR Instant Produce Public Company Limited 518/5 Maneeya Center Building, 6th floor, Ploen Chit Road, Lumpini, Pathumwan, Bangkok 10330
<p>6. For Foreign investor appointing Custodian in Thailand</p>	<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

Meeting Attendee	Document or Evidence
	<ul style="list-style-type: none"> ■ Custodian's documents, as same as in the case of a juristic person and ■ Power of Attorney by foreign investor authorizing Custodian to assign proxy and ■ 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.
5. In order to comply with the requirements under the Notification of the Capital Market Supervisory Board No. TorJor. 79/2564 re: Criteria on the General Solicitation relating to the Appointment of Proxy by the Shareholders to Attend and Vote in the Shareholders' Meeting, dated December 29, 2021, the Company hereby informs the shareholders as follows:
 - (1) The shareholders are advised to review the details of the agenda items before deciding to appoint a proxy.
 - (2) In case that the shareholder who appoints independent director as his/her proxy and such shareholder has casted in vote in each agenda in proxy form in advance, the Company will record the votes of such shareholder in accordance with the votes specified in such proxy form. In the event that the proxy holder fails to adhere to the shareholder's instructions as specified in the proxy form, and such failure or omission results in damage to the shareholder, the shareholder reserves the right to pursue legal proceedings.
 - (3) In cases where a shareholder grants a proxy to an independent director of the Company to attend and vote on their behalf, and the shareholder has not marked their votes for each agenda item in the proxy form, the independent director acting as the proxy holder will exercise the votes as deemed appropriate and suitable.
 - (4) If a shareholder wishes to revoke a granted proxy, they may do so by submitting a written notification to the Chairman of the Board. This written revocation notice, accompanied by a copy of identification documents, must be sent via email to IR@nrinstant.com before the commencement of the meeting (before 24 July 2025, at 14:00 hrs.)

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 the Attachment No. 9. After the Company has checked the information on the list of shareholders entitled to attend the Meeting which completely correct, the electronic conferencing service provider will send you a link for attending the Meeting together with the access manual to email which the shareholders informed the Company in the registration form for attending E-EGM. The company will open the electronic registration (e-Register) for meeting attendance on 24 July 2025, starting at 12:00 hrs. and continuing until the meeting concludes.

Shareholders and proxy holders can refer to the Attachment No. 9 for instructions on submitting a participation request and registering for the meeting.

3. Voting Rules

3.1 Casting Votes

1) 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)

2) 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-EGM)

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 or the person designated 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 or the person designated by 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 or the person designated by the Chairman informed the Meeting of the vote counting results for every agenda.

หนังสือมอบฉันทะแบบ ก

(ติดอากรแสตมป์ 20 บาท)

PROXY FORM A

เลขทะเบียนผู้ถือหุ้น _____
Shareholders' Registration No.

เขียนที่ _____
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 _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of shares and have voting right votes as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary Share shares and have voting right Votes
☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ 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 _____ 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

☐ 3. 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 _____

☐ 4. ชื่อ _____ ดร. ธรรม อุดมธรรมภักดี _____ อายุ _____ 67 ปี บ้านเลขที่ _____ 9 ซอยวชิรธรรมสาริต 30 _____
 Name _____ Dr. Dhas Udomdhamabhakdi _____ Age _____ 67 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 _____

☐ 5. ชื่อ _____ นายเอกศักดิ์ ตั้งสุจริตพันธ์ _____ อายุ _____ 51 ปี บ้านเลขที่ _____ 144 ซอยลาดพร้าว 80 _____
 Name _____ Mr. Ekasak Tangsujaritpant _____ Age _____ 51 Years, Residing at _____ 144 Soi Lardpharo 80 _____
 ถนน _____ - _____ ตำบล/แขวง _____ วังทองหลาง _____ อำเภอ/เขต _____ วังทองหลาง _____
 Road _____ Tambol/Sub-district _____ Wang Thonglang _____ Amphur/District _____ Wang Thonglang _____
 จังหวัด _____ กรุงเทพมหานคร _____ รหัสไปรษณีย์ _____ 10310 _____ หรือ _____
 Province _____ Bangkok _____ Postcode _____ 10310 _____ or _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุม
 วิสามัญผู้ถือหุ้น ครั้งที่ 1/2568 ในวันพฤหัสบดีที่ 24 กรกฎาคม 2568 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM)
 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General
 Meeting of Shareholders No. 1/2025 which will be held on Thursday 24 July 2025, at 14:00 hrs. via electronic
 meeting (E-EGM) 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
(.....)

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

หมายเหตุ / Remark

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.

หนังสือมอบฉันทะ แบบ ข.

(ติดอากรแสตมป์ 20 บาท)

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 อินสแตนซ์ โปรดิวซ์ จำกัด (มหาชน) ("บริษัท")

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

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

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

☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary Share shares and have voting right Votes

☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ 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 _____ 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

- ☐ 3. 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 _____
- ☐ 4. ชื่อ ดร. ธรรม อุดมธรรมภักดี อายุ 67 ปี บ้านเลขที่ 9 ซอยวชิรธรรมสาริต 30
 Name Dr. Dhas Udomdhammabhakdi Age 67 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 _____
- ☐ 5. ชื่อ นายเอกศักดิ์ ตั้งสุจริตพันธ์ อายุ 51 ปี บ้านเลขที่ 144 ซอยลาดพร้าว 80
 Name Mr. Ekasak Tangsujaritpant Age 51 Years, Residing at 144 Soi Lardpharo 80
 ถนน - ตำบล/แขวง วังทองหลาง อำเภอ/เขต วังทองหลาง
 Road _____ Tambol/Sub-district Wang Thonglang Amphur/District Wang Thonglang
 จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10310
 Province Bangkok Postcode 10310

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุม
 วิสามัญผู้ถือหุ้น ครั้งที่ 1/2568 ในวันพฤหัสบดีที่ 24 กรกฎาคม 2568 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM)
 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General
 Meeting of Shareholders No. 1/2025 which will be held on Thursday 24 July 2025, at 14:00 hrs. via electronic
 meeting (E-EGM) 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 พิจารณานุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัท ครั้งที่ 2
 (NRF-W2) ให้แก่ผู้ถือหุ้นเดิมของบริษัทที่จองซื้อและได้รับจัดสรรหุ้นสามัญเพิ่มทุนที่ออกและเสนอ
 ขายให้แก่ผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Rights Offering)

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)

- ☐ (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 2 พิจารณานุมัติการลดทุนจดทะเบียน โดยการตัดหุ้นสามัญจดทะเบียนที่ยังไม่ได้จำหน่าย และการแก้ไขหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

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

- ☐ (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 พิจารณานุมัติการเพิ่มทุนจดทะเบียน และการแก้ไขหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน

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.

- ☐ (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 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อเสนอขายให้กับผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Rights Offering) และรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัท ครั้งที่ 2 (NRF-W2)

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)

☐ (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 5 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทตามแบบมอบอำนาจทั่วไป (General Mandate)

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

☐ (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 6 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 6 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมวันแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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
(.....)

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 several vote.

2. ในกรณีที่มิวาระที่พิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ 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 อินสแตนซ์ โปรดิวซ์ จำกัด (มหาชน) ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2568 ในวันพฤหัสบดีที่ 24 กรกฎาคม 2568 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

The Proxy is granted by a Shareholder of NR Instant Produce Public Company Limited for the Extraordinary General Meeting of Shareholders No. 1/2025 which will be held on Thursday 24 July 2025, at 14:00 hrs. via electronic meeting (E-EGM) 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.

(ติดอากรแสตมป์ 20 บาท)

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

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 _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

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

☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary Share shares and have voting right Votes

☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preferred Share shares and have voting right Votes

(2) 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 _____ 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

☐ 3. 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 _____

☐ 4. ชื่อ ดร. ธรรมศ อุดมธรรมภักดี อายุ 67 ปี บ้านเลขที่ 9 ซอยวชิรธรรมสาริต 30
 Name Dr. Dhas Udomdhamabhakdi Age 67 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 _____

☐ 5. ชื่อ นายเอกศักดิ์ ตั้งสุจริตพันธ์ อายุ 51 ปี บ้านเลขที่ 144 ซอยลาดพร้าว 80
 Name Mr. Ekasak Tangsujaritpant Age 51 Years, Residing at 144 Soi Lardpharo 80
 ถนน - ตำบล/แขวง วังทองหลาง อำเภอ/เขต วังทองหลาง
 Road _____ Tambol/Sub-district Wang Thonglang Amphur/District Wang Thonglang
 จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10310 หรือ _____
 Province Bangkok Postcode 10310 or _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุม
 วิสามัญผู้ถือหุ้น ครั้งที่ 1/2568 ในวันพฤหัสบดีที่ 24 กรกฎาคม 2568 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM)
 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General
 Meeting of Shareholders No. 1/2025 which will be held on Thursday 24 July 2025, at 14:00 hrs. via electronic
 meeting (E-EGM) or such other date, time and place as the meeting may be postponed.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We authorize our proxy to attend the meeting and cast the votes on our behalf in the following manner:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
 To grant to the proxy holder the total number of shares held by me/us and have the right to vote.

☐ มอบฉันทะบางส่วน คือ

To grant to the proxy holder a part of

☐ หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

Ordinary share _____ shares, and having the right to vote equal to _____ votes

☐ หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ _____ เสียง

Preference share _____ shares, and having the right to vote equal to _____ votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด _____ เสียง

Total voting rights _____ votes

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

- วาระที่ 1 พิจารณานุมัติการออกและเสนอขายใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัท ครั้งที่ 2 (NRF-W2) ให้แก่ผู้ถือหุ้นเดิมของบริษัทที่จองซื้อและได้รับจัดสรรหุ้นสามัญเพิ่มทุนที่ออกและเสนอขายให้แก่ผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Rights Offering)

- 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)

- ☐ (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	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

- วาระที่ 2 พิจารณานุมัติการลดทุนจดทะเบียน โดยการตัดหุ้นสามัญจดทะเบียนที่ยังไม่ได้จำหน่าย และการแก้ไขหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

- 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

- ☐ (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	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

วาระที่ 3 พิจารณานุมัติการเพิ่มทุนจดทะเบียน และการแก้ไขหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน

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.

☐ (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	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

วาระที่ 4 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อเสนอขายให้กับผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Rights Offering) และรองรับการใช้สิทธิตามใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัท ครั้งที่ 2 (NRF-W2)

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)

☐ (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	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

วาระที่ 5 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทตามแบบมอบอำนาจทั่วไป (General Mandate)

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

☐ (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	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

วาระที่ 6 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 6 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:

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

(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) 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม 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
(.....)

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

หมายเหตุ / Remark

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
Proxy Form C shall be used only by shareholders whose names are shown in the registry as foreign investors and appoint a custodian in Thailand for the shares.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Evidence required to be attached to the Proxy includes:
 - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of Attorney by the shareholder authorizing the custodian to sign the Proxy on behalf of the Shareholder.
 - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Confirmation Letter indicating that the person signing the Proxy on behalf of the Shareholder is a licensed operator of the business of custodianship
- 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.
- ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น 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 อินสแตนซ์ โปรดิวซ์ จำกัด (มหาชน) ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2568 ในวันพฤหัสบดีที่ 24 กรกฎาคม 2568 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

The Proxy is granted by a Shareholder of NR Instant Produce Public Company Limited for the Extraordinary General Meeting of Shareholders No. 1/2025 which will be held on Thursday 24 July 2025, at 14:00 hrs. via electronic meeting (E-EGM) 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:

<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve votes	Disapprove votes	Abstain votes

☐ 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

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<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve votes	Disapprove votes	Abstain votes

☐ วาระที่ _____ เรื่อง _____

Agenda Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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<input type="checkbox"/> เห็นด้วย _____ เสียง	<input type="checkbox"/> ไม่เห็นด้วย _____ เสียง	<input type="checkbox"/> งดออกเสียง _____ เสียง
Approve votes	Disapprove votes	Abstain votes

**Guideline for attending the Extraordinary General Meeting of Shareholders No. 1/2025
through electronic meeting (E-EGM) of 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 Extraordinary General Meeting of Shareholders No. 1/2025 via electronic media (E-EGM) 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 17 – 24 July 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 24 July 2025, from 12.00 hrs. until the end of the meeting.
 - 3) For a smooth meeting participation, the Company recommends all participants 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 No. 9.
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 No. 7 or downloadable from the company's website, along with the required proxy documentation specified in Attachment No. 6, to the company by 21 July 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 17 – 24 July 2025, at 8.30-17.30 hrs.

Help & Support

(Specifically excludes holidays and public holidays)

4. Shareholders may submit questions in advance related to the business, industry, company performance, or any agenda item to be considered at the E-EGM via the following channels:


1. During the E-EGM: Shareholders attending the meeting can submit questions directly through the E-EGM system, ensuring their full name is clearly stated, or
2. Prior to the Meeting: Shareholders can submit questions in advance form, as provided in Attachment No. 10, and submit it to the Company before the meeting date via:

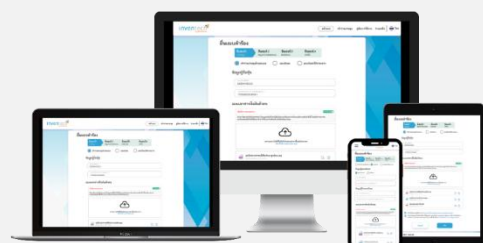
- via Email: IR@nrinstant.com or
- via postal mail: Investor Relations Department
NR Instant Produce Public Company Limited
518/5, 6th Floor Maneeya Center Building, Ploenchit rd.,
Lumpini, Pathumwan, Bangkok 10330

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

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/NRF101256R/#/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 steps
 - 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 17 July 2025 at 8:30 hrs. until the end of the meeting on 24 July 2025.

3. The electronic conference system will be available on 24 July 2025 at 12:00 hrs. (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 21 July 2025. at 17.00 hrs.

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



02-460-9225



@inventechconnect



The system available during 17 - 24 July 2025 at 08.30 hrs. – 17.30 hrs.

(Specifically excludes holidays and public holidays)

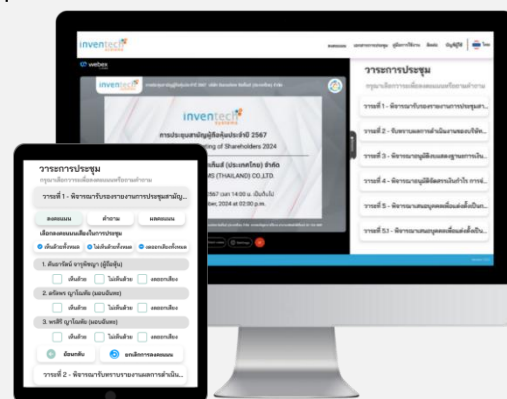


Report a problem

@inventechconnect

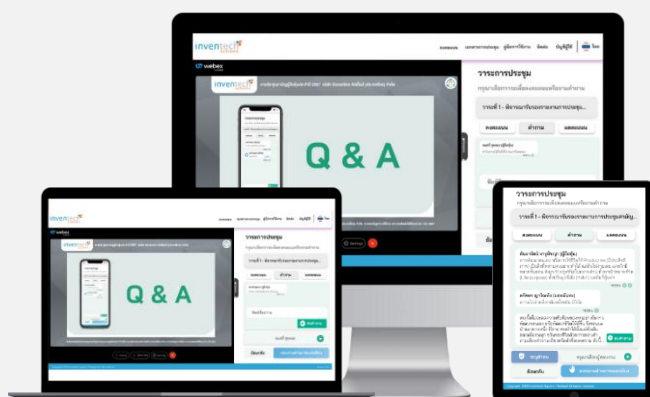
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 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 “Accept” 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



- 1 Ask a question
 - Select which agenda
 - Click on “Question” button
 - 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

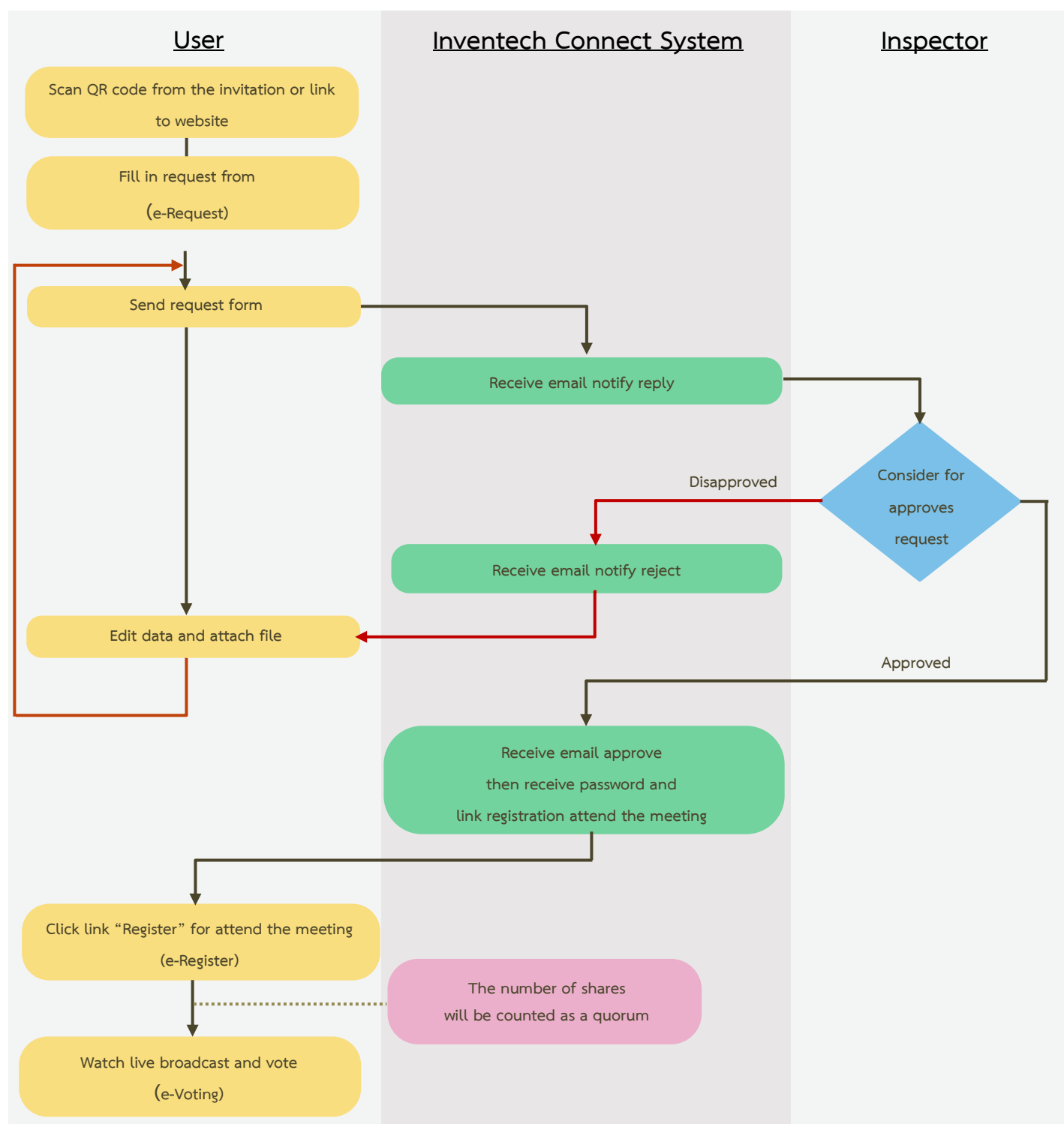
How to use Inventech Connect



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.**



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.

Condition of use

แบบฟอร์มส่งคำถามล่วงหน้าสำหรับการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2568

Form for Submitting Question in Advance for the Extraordinary General Meeting of Shareholders No. 1/2025

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 No

โดยถือหุ้นสามัญรวมทั้งสิ้น 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 หรือทางไปรษณีย์เจ้าหน้าที่บริษัท เอ็นอาร์ อินสแตนท์ โปรดิวซ์ จำกัด (มหาชน) 518/5 อาคารเมเนีย เซ็นเตอร์ ชั้น 6 ถนนเพลินจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330

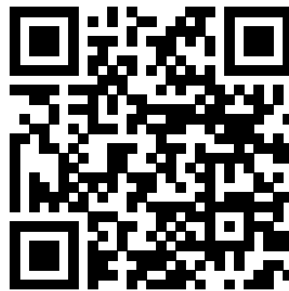
You can submit questions in advance of the meeting date to the investor relations department via email IR@nrinstant.com or postal mail with notice to NR Instant Produce Public Company Limited 518/5 Maneeya Center Building, 6th floor, Ploen Chit Road, Lumpini, Pathumwan, Bangkok 10330

Privacy Notice for the Extraordinary General Meeting of Shareholders No. 1/2025

NR Instant Produce Public Company Limited

NR Instant Produce Public Company Limited ("the **"Company"**") respects and values your privacy. Your personal data may be collected, used, and disclosed appropriately for the purposes of conducting meetings and carrying out the Company's duties and responsibilities. For further details on how your personal data is processed, please refer to the Company's Privacy Policy available at

<https://www.nrinstant.com/th/privacy-policy>



Note: Contact Information

Data Protection Officer

NR Instant Produce Public Company Limited

99/1 Moo 4, Khae Rai Sub-District, Krathum Baen District, Samut Sakhon, 74110

Email: DPO@nrinstant.com