

19 December 2024

Subject: Additional Clarification on the Q3/2024 Financial Statements

Dear: Director and President  
Stock Exchange of Thailand

Reference: The Stock Exchange of Thailand Letter No. BorJor. 322/2567 dated December 13, 2024

NR Instant Produce Public Company Limited (the "Company") has received a letter from the Stock Exchange of Thailand (the "SET") No. BorJor. 322/2567 dated December 13, 2024, requesting additional clarification regarding the Company's Financial Statements for the third quarter of fiscal year 2024,

The Company would like to clarify as follow:

**1. The ability to continue as a going concern of the group company**

NRF's current liabilities exceeded its current assets (1,736 MB) and its debentures will be due in April 2025 (1,308 MB). However, the company has receivables from the sale of investments and lending to other entities and the former subsidiary as follows:

- The sale of investment in BNRF to Boosted Ecommerce, Inc. (Boosted) with a transaction value of THB 729 million was executed through the following method:
- Sale of BNRF's shares to Boosted Ecommerce, Inc. (Boosted) (Selling Value 729 MB) with the payment as follows:
  - (1) Newly issued shares of Boosted for 412 MB (currently, on the process of obtaining an independent appraiser to assess fair value).
  - (2) Promissory note issued by Boosted for 206 MB, due on September 30, 2027 (next 3 years).
  - (3) Cash for 111 MB.
- Total Lending to Kairous Ventures Limited of 307 MB (18% of the net tangible assets) and Boosted (Lending to Boosted of 260 MB in 2024).
- Lending to eKold Limited of 33 MB ("eKold" : a former subsidiary sold in 2022, with a full provision for expected credit losses in 2024).

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The company has set aside provisions for expected credit losses in full for the year 2024. The Stock Exchange requests the company to provide the following additional information:

- 1.1 The appropriateness, impact on liquidity, and ability to repay debts of company in case the payment of the sale of BNRF in form of buyer's shares and promissory notes due in next 3 years (85% of selling value) and long-term lending, while the company has a significant amount of liabilities which is nearly due.

Clarification:

In 2023, the Company implemented a business strategy focusing primarily on the food industry as its core business, with plans to divest non-core investments. Consequently, when Boosted, a shareholder of BNRF, expressed interest in purchasing BNRF shares, the Company considered selling the investment according to the aforementioned proposal. Regarding the debt settlement through promissory notes maturing in 3 years, the Company will receive quarterly interest at 7%. Should Boosted maintain sufficient operational cash flow, the payments against the promissory notes will be made to the Company on a quarterly basis. As for the portion settled through Boosted's common shares at the stated value, this was negotiated using the reference case of UBS Bank's investment in Boosted in early September 2024. The Company negotiated a 20% discount from this reference case. Furthermore, the Company engaged an independent financial advisor, Jay Capital, to conduct a valuation of said shares, and the agreed transaction price falls within the range specified in the independent appraiser's report. However, the auditor maintains that the information provided is insufficient to express an opinion on the Q3/2024 financial statements and requires additional independent appraisals. The Company has subsequently engaged another independent appraiser as requested by the auditor in Q4/2024, and this additional valuation is currently in progress.

The Company would like to clarify that it has never provided long-term loans to Boosted. The 3-year promissory note amounting to 206 million baht represents payment for shares sold to Boosted as mentioned above.

Regarding the long-term loan provided to Kairous Ventures Limited, agreement between the company's subsidiary and Kairous Ventures Limited allows for loan repayment with shares of Kairous Asia Limited ("KAL"). KAL is 49% owned by the company and serves as the sponsor for Kairous Acquisition Corp. Limited ("KACL"), a SPAC listed on NASDAQ in the United States. The company has received repayment in the form of 1,176,643 KAL shares. As a result, the company now holds 100% ownership in KAL, which, in turn, owns 2.3 million shares of KACL. The structure of this transaction of a typical acquisition where there is a component of cash plus convertible debt.

The aforementioned transactions were executed with the company's and shareholders' best interests in mind. In a volatile global economic environment with limited liquidity, selling non-public assets solely for cash could result in significant discounts not reflecting the actual value of the asset or we might not be able to sell the asset in a

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short time frame. Therefore, the company sought alternative settlement methods that would provide the highest benefit to the company and immediate liquidity. Regarding the liabilities such as the debentures due for repayment in 2025, the company has a management plan in place since Q3/2024 and is actively implementing it. The company will provide further updates to relevant parties in due course.

1.2 The appropriateness of selling eKold's shares without requiring the buyer to pay the debt from 2022 and the action taken to recover the debt.

Clarification:

The loan agreement with eKold. has a 5-year term, with the full principal repayment scheduled for the fifth year, which is 2027. In 2022, eKold Co., Ltd. was a subsidiary of the company, and at that time, the company did not face any liquidity issues; therefore, the loan was granted. However, the auditor has insisted on a full allowance for doubtful debt, despite the fact that the loan is not yet due for repayment.

1.3 Has the company complied with the relevant criteria? If not, please provide the reasons and the corrective actions being taken to improve the internal control system to comply with the relevant criteria.

Clarification:

The company has considered the relevant criteria. Both criteria for acquiring or disposing of assets and investments including the criteria for connected transactions of the Stock Exchange of Thailand.

1.4 The opinions of Board of Directors and Audit Committees on the issues in no.1.1-1.3 and provide the maximum benefit to the company and its shareholders.

Clarification:

The Audit Committee and the Board of Directors believe that the proposed action aligns with the company's 3-year strategy, which has been developed in collaboration with leading consulting firms since 2023. The company will primarily focus on its food business. Therefore, the company will consider divesting investments in unrelated businesses. In considering significant transactions, the company has appointed an independent financial advisor, approved by the Stock Exchange, to provide an opinion on the appropriateness of the transaction. In this process, the Audit Committee and the Board of Directors prioritize the benefits to the company and its shareholders. Regarding debt collection, the Audit Committee and the Board of Directors have been monitoring the progress on a quarterly basis.

## 2 Investment purchase and impairment recognition within a short period.

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According to the auditor's observations and notes to the financial statements, section 7.2, regarding the purchase of an investment in Galalane, which has a high goodwill value and records the impairment of the investment in a short period, it is also noted that the company holds an investment in Alpha Organic Co., Ltd. ("Alpha Organic"), for which no investment impairment has been recognized. However, another joint venture partner of Alpha Organic, which is a listed company, has already recognized the full impairment of its investment. The summary is as follows:

| Details                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Value (MB)                                                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| <b>Galalane</b> (Holding company invested in Asian food wholesale-retail business in the UK) <ul style="list-style-type: none"> <li><u>Jul-Oct 2023</u> Subsidiary purchased 90% of Galalane for 204 MB.</li> <li><u>Oct 2023</u> 2 other subsidiaries purchased additional shares in Galalane for 711 MB, NRF Group held 100%.</li> <li><u>Dec 2023</u> Impairment of the investment of 17 MB was recorded.</li> <li><u>Jul 2024</u> After the fair value assessment, there was a goodwill of 755 MB (83% of the investment)</li> </ul> | Investment 915<br>Impairment * (17)<br>* 2% of investment, after 6 months of investment |
| <b>Alpha Organic Co., Ltd.</b> (Sale of dietary supplement products) <ul style="list-style-type: none"> <li><u>Feb 2023</u> Group restructuring and held by 51% (a subsidiary).</li> <li><u>Jan 2024</u> The company waived its right to purchase newly issued shares, reducing its shareholder to 38% and reclassified as an investment.</li> <li><u>Q3/2024</u> Another listed company, which held 29% shareholder and classified as an associate company, recorded an impairment of the full investment amount (30 MB).</li> </ul>    | Investment 40                                                                           |

The Stock Exchange requests the company to provide the following additional information:

2.1 The factors led to the impairment of Galalane investment in short period, whether these factors were considered in the investment decision, as well as the financial condition and performance of Galalane after the investment.

Clarification:

The company would like to clarify that the impairment of the investment in Galalane is in accordance with IFRS standards. During the impairment test conducted in 2023, the estimates may have been subject to inaccuracies due to the investment being at an early stage, made in August 2023.

However, the company has provided a comparison between the actual profit and loss and the estimated figures to the auditor in order to assess the reliability and accuracy of the estimates. The actual performance exceeded the estimates, so no additional impairment was recorded in the first three quarters of 2024.

**Compare actual and estimated profits and losses**

| Unit: MB | Actual | Estimated |
|----------|--------|-----------|
|----------|--------|-----------|

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|            | Q1/2567 | Q2/2567 | Q3/2567 | Q1/2567 | Q2/2567 | Q3/2567 |
|------------|---------|---------|---------|---------|---------|---------|
| SALES      | 251.70  | 264.20  | 260.44  | 212.25  | 262.22  | 266.13  |
| EBITDA     | 31.05   | 24.92   | 20.49   | 14.89   | 24.89   | 25.13   |
| NET PROFIT | 10.46   | 9.93    | 6.41    | 4.11    | 11.21   | 10.84   |

2.2 The opinions of Board of Directors and Audit Committees on the issues, including the factors used in the investment decision, the appropriateness of purchase price of Galalane's shares in each, the adequacy of the impairment recorded for goodwill and Galalane investment. In addition, whether the transactions provide the maximum benefit to the company and its shareholders.

Clarification:

In considering investments and determining purchase prices, each transaction undergoes scrutiny by the Investment Committee before being presented for approval. Regarding the impairment of goodwill and investment in Galalane, the Audit Committee has approved the recording of impairment in accordance with the auditor's opinion, adhering to the principle of Conservatism. Concerning Galalane's status, the Company would like to clarify that Galalane has been classified as a subsidiary. This investment was made to enhance consumer access, enabling direct sales of the Company's products to consumers, and strengthening the Company's core business in the long term. Notably, Galalane's actual operating results have exceeded initial projections.

### 3 Recording of Significant Increase in Allowance for Expected Credit Losses on Trade and Other Receivables

According to Note 3 of the Financial Statements, the allowance for expected credit losses on trade and other receivables totaled THB 376 million, an increase of THB 327 million from the previous year, representing a 667% increase.

The Stock Exchange of Thailand requests explanation of the transaction details, nature and value of debt for each debtor, and the basis for recording such allowances. Additionally, please provide the opinions of the Board of Directors and the Audit Committee regarding the completeness and adequacy of the consideration for recording such allowances.

Clarification:

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| Account Receivable |                                      |                                      |                                                                                                                                                                                       |
|--------------------|--------------------------------------|--------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Company            | Details                              | Value of impairment allowance (Baht) | Source and details                                                                                                                                                                    |
| NRF                | Account Receivable (Machine Leasing) | 22,818,733.44                        | Recorded as TFRS 9 accounting standards. However, the ownership of the machinery remains with the company, which still holds value, and the company will proceed with the next steps. |
| City Food          | Account Receivable                   | 657,305.66                           | Recorded with reference to TFRS 9 accounting standards, but payments are still being received continuously.                                                                           |
| Boosted            | Account Receivable                   | (100,010.48)                         | Recorded with reference to TFRS 9 accounting standards, but payments are still being received continuously.                                                                           |
| Botany Petcare     | Account Receivable                   | 4,837,689.49                         | Recorded with reference to TFRS 9 accounting standards, but payments are still being received continuously.                                                                           |
| Total              |                                      | 28,213,718.11                        |                                                                                                                                                                                       |
| Other Receivable   |                                      |                                      |                                                                                                                                                                                       |
| Company            | Details                              | Value of Impairment (Baht)           | Source and details                                                                                                                                                                    |

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| NRF                                         | Accrued Interest                     | 163,291.13                 | In the process of collecting outstanding interest payments. The principal amount has been fully received.                                                                        |
|---------------------------------------------|--------------------------------------|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Nove Foods                                  | Accrued Fees and Interest Receivable | 2,218,056.98               | Payment will be received upon contract maturity.                                                                                                                                 |
| NRF Consumer                                | Accrued Interest                     | 66,261,871.06              | Outstanding interest receivable from divested entities. After offsetting the sales value against impairment provisions, the Company still records a gain on investment disposal. |
| Company                                     | Details                              | Value of Impairment (Baht) | Source and details                                                                                                                                                               |
| City Food                                   | Machinery Sales Receivable           | (991,665.85)               | Reversal of previously recorded impairment provisions following the Company's recovery of machinery.                                                                             |
| Regeneration Capital - Cayman               | Investment Sales Receivable          | 199,988,227.08             | In the process of debt collection and considering legal proceedings.                                                                                                             |
| Regeneration Capital - Cayman               | Accrued Interest                     | 323,931.36                 | Interest payment has been received in the form of KAL shares in Q4/2024.                                                                                                         |
| Regeneration Capital - Cayman               | Intercompany Receivables             | 1,556,181.63               | Payment will be received upon KACL's successful listing on the Nasdaq Stock Market.                                                                                              |
| Regeneration Capital - Thailand             | Investment Sales Receivable          | 29,798,269.19              | In the process of debt collection and considering legal proceedings.                                                                                                             |
| Regeneration Capital - Thailand             | Accrued Interest                     | 61,039.84                  | In the process of collection, with expected recovery within Q2/2025.                                                                                                             |
| <b>Total</b>                                |                                      | <b>299,379,202.41</b>      |                                                                                                                                                                                  |
| <b>Total of impairment allowance (Baht)</b> |                                      | <b>327,592,920.52</b>      |                                                                                                                                                                                  |

The Audit Committee and the Board of Directors have considered these impairment provisions in accordance with the auditor's opinion, adhering to the principle of Conservatism. Nevertheless, the Audit Committee and the Board of Directors continue to instruct management to pursue all possible collection efforts to their fullest extent.

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Please be informed accordingly.

Yours sincerely

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