

Annual Report

for Fiscal Year Ended 28 February 2023

กองทุนรวมอสังหาริมทรัพย์และสิทธิการเช่า
โลตัสส์ รีเทล โกรท

Lotus's Retail Growth Freehold and Leasehold
Property Fund

Content

<u>Agenda</u>	<u>Page</u>
Part 1 Fact Sheet	1
Part 2 Fund Operation	
1) General Information	7
2) Policy, Overview of Business Operation and Benefits Procurement	8
3) Industry outlook of Benefits Procurement from invested RE Assets	16
4) Risk Factors	26
5) Legal Dispute and Restrictions on the Use of Real Estate Assets	40
6) Other Significant Information	40
Part 3 Management and Corporate Governance	
7) Investment Units and Unitholders Information	41
8) Managerial structure	46
9) Corporate Governance	64
10) Social Responsibility	72
11) Internal Control and Risk Management	73
12) Prevention of Conflict of Interest	74
Part 4 Financial Position and Operating Performance	
13) Significant financial information	78
14) Management Discussion and Analysis	81
15) Opinion of Fund Supervisor	128
Part 5 Certification of information accuracy	129



หลักทรัพย์จัดการกองทุนกรุงไทย
KRUNGTHAI ASSET MANAGEMENT

Attention The Unitholders

Lotus's Retail Growth Freehold and Leasehold Property Fund

The Company has submitted Annual Report of 2022/23 from 1 March 2022 to 28 February 2023 of Lotus's Retail Growth Freehold and Leasehold Property Fund ("LPF") for reporting the LPF operating performance to the unitholders for acknowledgement.

The Company would like to deliver our gratitude to the unitholders for your consistent trust and confidence on the Company to manage your investment fund.

Sincerely yours,

Krungthai Asset Management Public Company Limited

(As of Feb 28, 2023)

Part 1
Fact Sheet

The Fund Name (in Thai) กองทุนรวมอสังหาริมทรัพย์และสิทธิการเช่าโลตัสส์ รีเทล โกรท

The Fund Name (in English) LOTUS'S RETAIL GROWTH FREEHOLD AND LEASEHOLD PROPERTY FUND

Symbol LPF Fund Manager Krungthai Asset Management Public Company Limited

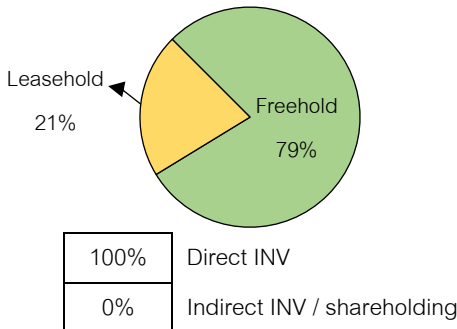
Fund Supervisor The Hongkong and Shanghai Banking Corporation Limited, Bangkok Branch

Auditor PricewaterhouseCoopers ABAS Ltd.

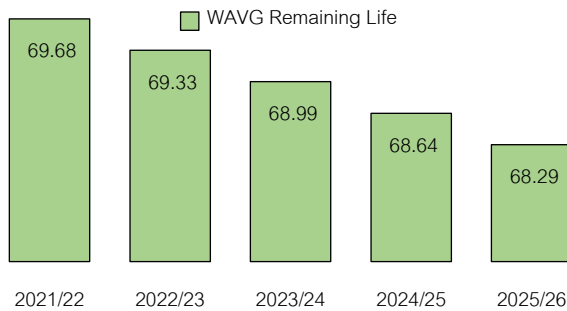
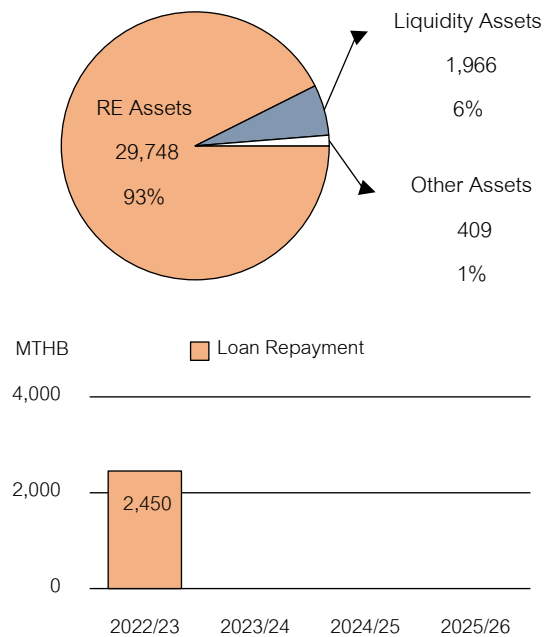
Fund establishment date 13 March, 2012

Market Cap (MB)	32,721.96	Closing price at year end (THB)	14.00	NO. of units	2,337,282,928
NAV (MB)	28,274.17	NAV / unit (THB)	12.0970	Capital (MB)	25,493.67
		Par / Unit (THB)	10.1948		
Establishment date	13 Mar 2012	Price / NAV	1.16 times	WAVG Remaining Life	69.68 Y

Proportion of investment in main assets



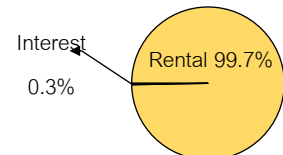
Asset type as of 28 February, 2023 (million baht)



LPF Capital Structure (Million Baht)

Total assets	32,122.41	Retained Earnings	2,780.50
Total Liabilities	3,848.23	Gearing Ratio	7.63% of TAV
Capital	25,493.67	Credit Rating	-None-

Revenue Structure



Major unitholders (latest book closing on January 31, 2023)

Name list	Number of investment units	Percentage
Ek-Chai Distribution System Company Limited	584,321,250	25.00
Government Pension Fund	190,456,639	8.15
Social Security Office	180,865,610	7.74
Bangkok Life Assurance Public Company Limited	128,577,500	5.50
TMB East Spring Fund Property and Infrastructure	97,172,600	4.16
Foreign Limit 49.00%	Current Foreign Holding 4.50%	

Invested Real Estate Assets	Valuation	Independent Valuer
Lotus, Mahachai Branch (Freehold)	438 million baht	15 Business Advisory Limited
Lotus, Phitsanulok Branch (Freehold)	1,054 million baht	15 Business Advisory Limited
Lotus, Srinakarin Branch (Freehold)	3,609 million baht	15 Business Advisory Limited
Lotus, Prachachuen Branch (Freehold)	1,706 million baht	15 Business Advisory Limited
Lotus, Samui Branch (Leasehold)	770 million baht	15 Business Advisory Limited
Lotus, Rama 1 Branch (Leasehold)	738 million baht	15 Business Advisory Limited
Lotus, Lamlukka Klong 6 Branch (Leasehold)	504 million baht	15 Business Advisory Limited
Lotus, Rangsit Klong 7 Branch (Freehold)	1,401 million baht	15 Business Advisory Limited
Lotus, Krabi Branch (Freehold)	2,014 million baht	15 Business Advisory Limited
Lotus, Phetchabun Branch (Leasehold)	747 million baht	15 Business Advisory Limited
Lotus, Singburi Branch (Freehold)	629 million baht	15 Business Advisory Limited
Lotus, Ranong Branch (Freehold)	671 million baht	15 Business Advisory Limited
Lotus, Thung Song Branch (Freehold)	738 million baht	15 Business Advisory Limited
Lotus, Pranburi Branch (Freehold)	871 million baht	15 Business Advisory Limited
Lotus, Amata Nakorn Branch (Leasehold)	1,797 million baht	15 Business Advisory Limited
Lotus, Mae Sai Branch (Freehold)	821 million baht	15 Business Advisory Limited
Lotus, Sena Branch (Leasehold)	361 million baht	15 Business Advisory Limited
Lotus, Nakhon Si Thammarat Branch (Freehold)	1,421 million baht	15 Business Advisory Limited
Lotus, Phuket Branch (Freehold)	3,094 million baht	15 Business Advisory Limited
Lotus, Rangsit-Nakhon Nayok Branch (Leasehold)	587 million baht	15 Business Advisory Limited
Lotus, Bang Pu Branch (Leasehold)	706 million baht	15 Business Advisory Limited
Lotus, Salaya Branch (Freehold)	2,028 million baht	15 Business Advisory Limited
Lotus, Navanakom Branch (Freehold)	2,552 million baht	15 Business Advisory Limited
Total	29,257 million baht	
DOWNLOAD report	www.ktam.co.th and www.lpf-fund.com	

Dividend policy and Historical of benefits for the past 5 fiscal years and accumulation

	Baht/unit	2018/19	2019/20	2020/21	2021/22	2022/23	Accumulate
Paying dividends no more than 4 times a year in case there is sufficient RE, not less than 90% of adjusted NI	Dividend	0.9000	0.9346	0.6995	0.6774	0.8282	8.6971
	Cap returns	0.0000	0.0000	0.0000	0.0000	0.0000	0.2052
	Total	0.9000	0.9346	0.6995	0.6774	0.8282	8.9023

Estimates of LPF short-term returns for the year from

-None-

to

-None-

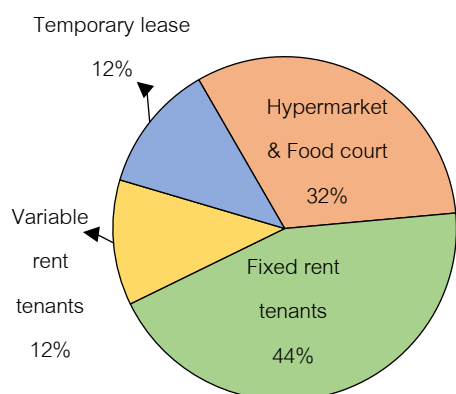
If the fund raises fund for not more than -None- MTHB	Based on estimates reviewed by the auditor
Dividends from normal operations	-None-
Capital returns	-None-
Total payment rate to the unitholders	-None-

Estimates of LPF long-term returns

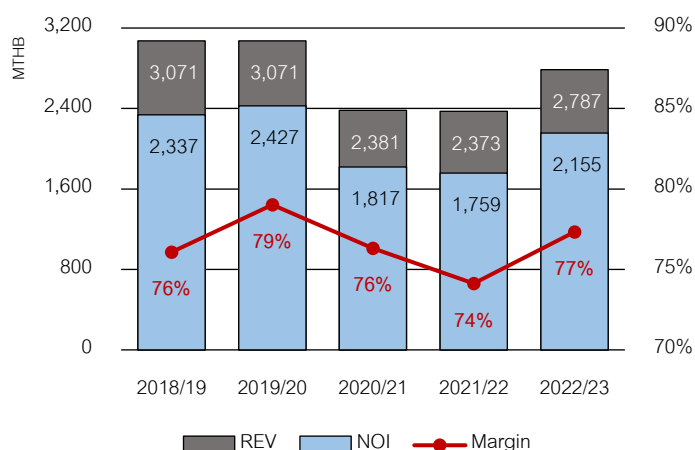
Key assumptions of IRR at the investment price	-None-
CF based on valuation report at	-None-
Fund-level expenses per year	-None-
Borrowing ratio (if any)	-None-
Loan interest rate assumption (if any)	-None-

Expected IRR	
EXCL returns contribution	-None-

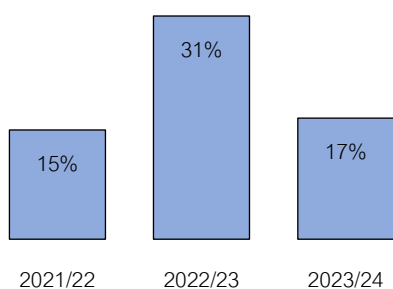
Proportion of tenants (classified by income)



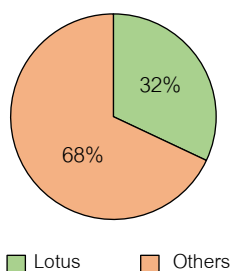
Financial Performance



■ Proportion of expiring tenants (classified by income)



REV Proportion



OCR / Renewal Rate	
Fiscal Year	%
2019/20	97
2020/21	97
2021/22	97

Significant Financial Positions and Performance	2018/19	2019/20	2020/21	2021/22	2022/23
Total income (million baht)	3,071.36	3,071.44	2,380.91	2,372.87	2,786.67
Other Exceptional income (million baht)	-	-	-	-	-
Net investment income (million baht)	2,336.79	2,426.90	1,816.95	1,758.95	2,155.09
Net profit (loss) (million Baht)	3,081.88	2,701.42	1,389.87	1,426.19	707.13
Net profit (loss) per unit (EPU) (baht)	1.3186	1.1558	0.5947	0.6102	0.3025
Net Dividend per Unit (DPU) (Baht)	0.9000	0.9346	0.6995	0.6774	0.8282
Capital returns to unitholders per unit (baht)	-	-	-	-	-
Total liabilities / net assets (NAV) (times)	0.11	0.11	0.12	0.13	0.14
Interest cost rate (%)	2.71%	2.83%	2.54%	2.56%	2.91%
Net cash from operating activities (million baht)	2,197.46	2,366.01	1,815.45	1,885.66	1,484.19
Net cash from financing activities (million baht)	(2,168.15)	(2,184.12)	(1,886.70)	(1,626.61)	(1,978.48)
Net increase (decrease) in cash (million baht)	29.31	181.89	(71.24)	259.05	(494.29)
Net assets per unit (baht)	12.5697	12.8335	12.6608	12.5931	12.0970
Market price per unit / net assets per unit (times) *	1.57	1.57	1.08	1.12	1.16
Dividend Yield (%) *	4.57%	4.65%	5.11%	4.80%	5.92%
Market Cap (million baht) *	46,044.47	46,979.39	32,020.78	32,955.69	32,721.96
Closing Price (baht)	19.70	20.10	13.70	14.10	14.00

* Annualized Pro Rata based on Closing Price

Analysis and explanation of operations and financial position		Loan Summary
<p>In the fiscal year of 2022/23 (ending on 28 Feb 23), the Fund has net investment income of approximately 2,155.09 million baht, increased from the fiscal year 2021/22 at approximately 396.14 million baht, due to COVID-19 pandemic in Thailand has eased. As a result, in the fiscal year of 2022/23, the Fund can distribute the unitholders' returns (dividends) equaling to 0.8282 baht / unit, increased from the fiscal year 2021/22 equal to 0.1508 baht / unit.</p>		<p>(1) Lender: CIMBT (2) Amount: 2,450 million baht (3) Interest: Average MLR from 4 Main Banks in Thailand minus 3.5% per annum (4) Due Date: 20 DEC 2027 (5) Payment terms: Quarterly basis (6) Collateral: None</p>
Recent types of auditor reports	Clean Report	

Table of fee collection collected from the Fund for the year 2022/23 (ended 28 February 2023)

All fees and expenses	Actual Rate	% of net investment income in 2022/23
Management fee (million baht)	15.39	0.71%
Fund Supervisor fee (million baht)	3.01	0.14%
Registrar fee (million baht)	4.51	0.21%
Auditor fee (million baht)	1.71	0.08%
Property management fee (million baht)	245.55	11.39%
Property management fee (million baht) ¹	284.09	13.18%
Interest payable (million baht)	71.27	3.31%
Any other expenses greater than 0.01% of the NAV (million baht)	6.07	0.28%
Financial advisor fee (million baht)	-No charge-	-No charge-
Investment unit underwriting fee (million baht)	-No charge-	-No charge-
Other expenses (million baht)	-No charge-	-No charge-
¹ Including property valuation, insurance premium, related taxes, advertising costs, public relations, sales promotion and depreciation of right-of-use assets.		

Risk Factors

1. The management company may not be able to successfully execute the Fund strategy.
2. Dependency of the Fund's success on the ability of the Management Company and the Property Manager to operate and manage immovable properties and leasehold rights in immovable properties invested by the Fund. In case of failure to effectively and efficiently operate or manage, it may significantly cause negative effect toward value of immovable properties and leasehold rights in immovable properties, the Fund's operating performance and dividend payment ability.
3. Risk of immovable properties and leasehold rights in immovable properties invested by the Fund from failure of the tenants to renew lease agreement
4. In the future, the Fund may need to acquire external funding such as borrowing, for example, where conditions may not be acceptable or the Fund may not be able to find such funding sources.
5. General risks from the operation of the retail space rental business and the increase in operating costs, capital expenditures and other expenses of the assets invested by the Fund will have negative impact on the financial position and the performance of the Fund.

6. The Fund will have to rely on the main tenant, Tesco Lotus, to use the names "Tesco", "Lotus" and "Tesco Lotus" and to invest in additional assets in the future under the Right of First Refusal
7. The Fund and tenants in some shopping centers encounter the competition from shopping malls, hypermarkets and other retailers located in the same target audience and competition from other retail channels.
8. Real estate and leasehold assets invested by the Fund are subject to the risk of the tenant's failure to renew the lease and the risk of losing the Anchor Tenants.
9. Damage or loss that may occur if immovable properties and leasehold properties invested by the Fund are not covered under the insurance policy.
10. Defect property and leasehold properties that the fund invests in or there may be illegal practices and regulations or there may be another defect
11. Construction of the Infrastructure Infrastructure System that is currently underway or planned to be undertaken and improvement projects close to the property or the leasehold of the property invested by the Fund may hinder access to the property or the leasehold of the property invested by the Fund or may not complete the construction and the government may reclaim the public land use rights, such as immovable property entrances and leaseholds.
12. Natural disasters and other force majeure, terrorism and war can have a negative impact on the Funds' income.
13. Real estate or leasehold properties invested by the Fund may need major repairs and renovations. This may cause some areas of the shopping center to be temporarily closed and adversely affect the Fund's financial position and performance.
14. Value of immovable and leasehold properties invested by the Fund as appraised by the Property Appraisal Company does not represent the true value of real estate and leasehold properties. It cannot be guaranteed that the selling price of the real estate or the leasehold property will be as appraised whether in the present or in the future.
15. A decrease in the fair value of properties and leasehold properties invested by the Fund will have a negative impact on profit and loss, net asset value, and the ability to pay dividends of the Fund.
16. The Fund may have a conflict of interest with Tesco Lotus regarding the purchase and lease of the property.
17. Leasehold on real estate that some investment funds are leaseholds are made up of multiple lease agreements for land and certain properties that the Fund has invested in, where the Fund has partial ownership of land and partial leasehold rights of land consisting of a single or multiple lease agreements uncertainly.
18. Investing in real estate is generally risky and the Fund does not diversify into other businesses.
19. The Fund may be adversely affected by the lack of liquidity to invest in the property they invest in and the lack of alternative leverage in the properties that the mutual fund invests in.
20. The Fund's strategy to invest in real estate or leasehold property used in retail business may present a higher risk compared to other mutual funds with more diversified portfolio.
21. Real estate and leasehold properties that the Fund invests or will invest in may be expropriated.
22. The purchase price of the unit trusts in the secondary market may drop below the offering price.
23. The Fund may not be able to pay dividends on unit trusts or they may not be able to maintain their dividends.
24. Unitholders cannot redeem their investment units to the Management Company.

25. Selling of investment units in the future could have negative impact on the market price of investment units.

In this regard, the unitholders should study all relevant risk factors according to the Fund's prospectus as follows.

General Information of the Fund Management Company / Fund Supervisor

Management Company : Krungthai Asset Management Public Company Limited

company registration number 010754000373

No. 1 Empire Tower, 32nd Floor, South Sathorn Road,

Yannawa, Sathorn, Bangkok 10120

Tel. 0-2686-6100, Fax. 0-2670-0430

Website: www.ktam.co.th

Fund Supervisor : The Hongkong and Shanghai Banking Corporation Limited, Bangkok Branch

HSBC Building, No. 968 Rama IV Road

Silom, Bangrak, Bangkok 10500

Tel. 0-2614-4000, Fax. 0-2632-4818

Website : <https://www.hsbc.co.th/>

Part 2 Fund Operation

1) General Information

1.1 Fund Name, Type, Capital, and Fund Term

The Fund Name (in Thai) : กองทุนรวมอสังหาริมทรัพย์และสิทธิการเช่าโดตัสส์รีเทล โกรท

The Fund Name (in English) : Lotus's Retail Growth Freehold and Leasehold Property Fund

Symbol : LPF

Project Type : Closed-end property fund

Project Life : Indefinite

Nature of the Project : Definite

Capital Amount of the Project : 25,952,862,942.40 Baht

(1) Capital amount of the Project in initial offering of investment units : 18,408,000,000.00 Baht

(2) Capital amount of the Project in the first registered capital increase : 7,544,862,942.40 Baht

Remark : After the first – the fourteenth capital reduction, capital balance has been
25,493,674,664.91 Baht.

Offer of Investment Unit :

- Initial Offering of Investment Units : 18,408,000,000.00 Baht
- Number of Offered Investment Units : 1,770,000,000.0000 Units
- Offer of Investment Unit : 10.40 Baht
- Offering for Sale of Investment Units for the First Registered Capital Increase : 7,544,862,942.40 Baht
- Number of Offered Investment Units : 567,282,928.0000 Units
- Offer of Investment Unit : 13.30 Baht

Number of Investment Units : 2,337,282,928.0000 Units

(1) Number of investment units before the first registered capital : 1,770,000,000.0000 Units
increase

(2) Number of additional investment units to be offered for the first : 567,282,928.0000 Units
registered capital increase

Type of Investment Unit : The name of the unitholder is specified.

1.2 General Information of the Fund Management Company / Fund Supervisor

Management Company : Krungthai Asset Management Public Company Limited

company registration number 010754000373

No. 1 Empire Tower, 32nd Floor, South Sathorn Road,

Yannawa, Sathorn, Bangkok 10120

Tel. 0-2686-6100, Fax. 0-2670-0430

Website: www.ktam.co.th

Fund Supervisor : The Hongkong and Shanghai Banking Corporation Limited, Bangkok Branch

HSBC Building, No. 968 Rama IV Road

Silom, Bangrak, Bangkok 10500

Tel. 0-2614-4000, Fax. 0-2632-4818

Website : <https://www.hsbc.co.th/>

2) Policy, Overview of Business Operation and Benefits Procurement

2.1 Objective, Target, or Strategy of the Fund

To mobilize capital from both general domestic and foreign investors and invest proceeds obtained from capital mobilization in properties, leasehold of properties, and seek for benefit from properties and/or leasehold of such properties by leasing out, sub-leasing out, transferring and/or disposing of, and modifying, developing potential of properties and/or leasehold of properties through acceptance of construction license transfer, and/or application for other licenses, and/or taking any other actions for benefit of assets invested by the Fund, focus on generation of income and return to the Fund and its unitholders, and investment in other assets and/or other securities, and/or seeking for other profits by any other means as required by law.

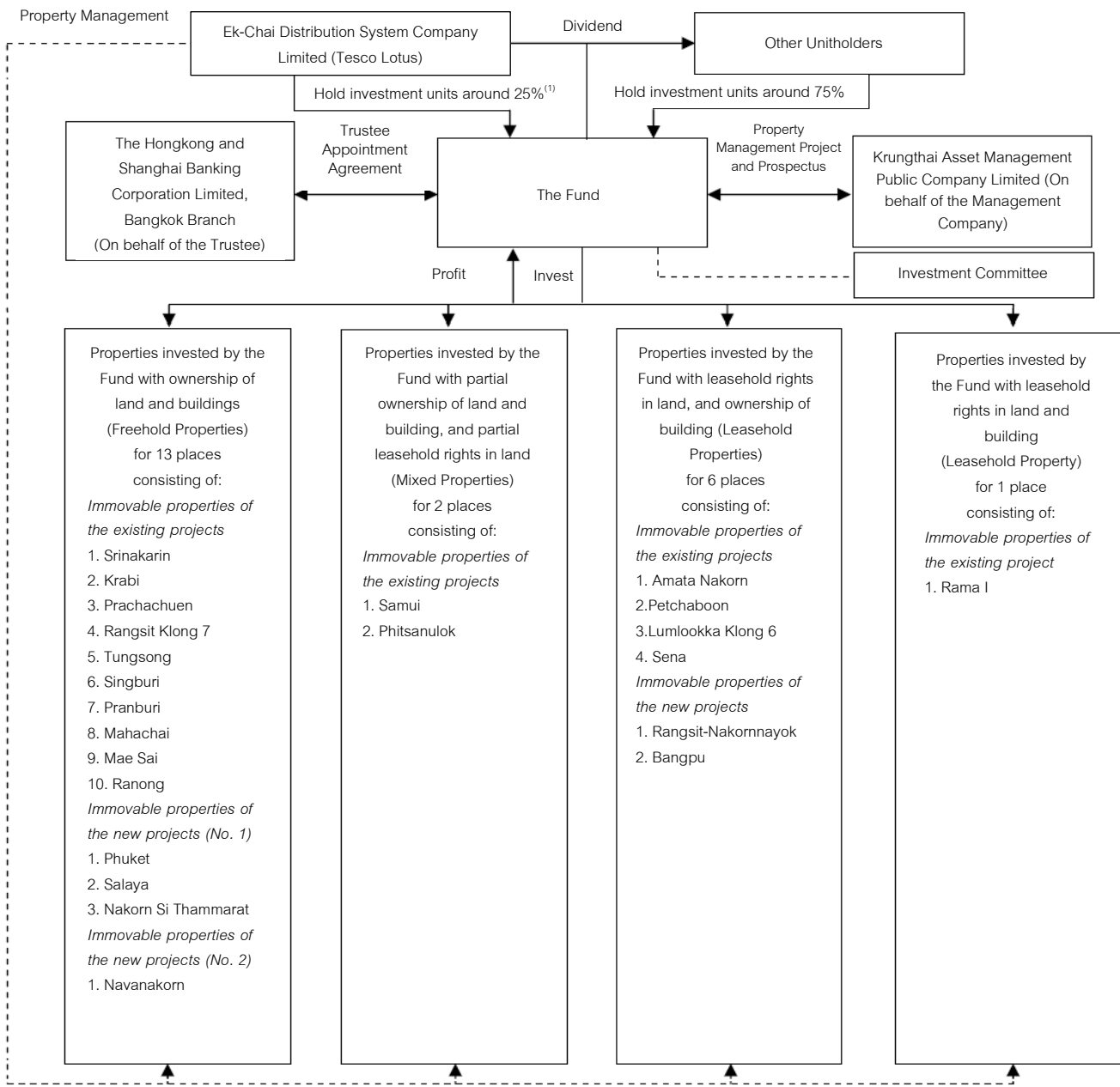
2.2 Important Change and Development

History of Change Management Company / Fund Supervisor / Property Manager

-None-

2.3 Fund Management Structure

(1) Fund Management Structure Diagram



⁽¹⁾ Tesco Lotus and the owner of other assets, including the same group of parties of the said party can hold total investment units in the number of not more than the proportion as prescribed by related laws, notifications, and rules (not more than one-third of number of sold investment units of the Fund).

Property Management and relationships with property manager

Core assets invested by the Fund are acquired from freehold or leasehold of properties owned or leased by Ek-Chai Distribution System Company Limited before the investment date of the Fund. After completion of the Fund's investment in core assets, the Fund has appointed Ek-Chai to perform duty as Property Manager under property management agreement by the related fee and remuneration are paid to Ek-Chai in proper rate based on at arm's length basis with other general property manager.

After Ek-Chai transferred such core assets to the Fund, Ek-Chai entered into the main lease agreement and service agreement with the Fund at the proper rate of rental fee and service fee at arm's length transaction with the long-term anchor tenant that leases significant space and is not an affiliated party. Moreover, Ek-Chai is the major unitholder of the Fund by holding investment units in proportion of 25% of total number of sold investment units.

(2) The Fund management is governed by the Fund's scheme. The unitholders can view at <https://www.lpf-fund.com/>

2.4 Information on assets of the Fund

2.4.1 Details of assets by categories

Lotus's Retail Growth Freehold and Leasehold Property Fund

List of assets by investment categories

On 28 February 2023

List of assets	Fair Value (Baht)	Percentage of NAV
1. Cash and cash equivalents	460,022,114	1.63%
2. Investment in bonds and debentures		
Promissory notes from financial institutions	-	-
Bill of exchange and promissory notes that are accepted or aval by financial institutions	-	-
Government bonds	1,505,509,520	5.32%
Total	1,505,509,520	5.32%
3. Investment in securities		
Stock listed on the stock exchange	-	0.00%
Total	-	0.00%
4. Investment in properties		
Immovable properties and leasehold rights in immovable properties	29,747,690,261	105.21%
Total	29,747,690,261	105.21%
5. Other assets		
Rental receivables, net	209,279,279	0.74%
Deferred expenses	26,856,490	0.09%
Assets on the usage right	171,453,171	0.61%
Other assets	1,596,661	0.01%
Total	409,185,601	1.45%
Total assets	32,122,407,496	113.61%
6. Other liabilities		
Other account payables	(81,230,552)	-0.29%
Rental income received in advance	(74,715,756)	-0.26%
Deposits received from customers	(362,450,043)	-1.28%
Accrued expenses	(145,342,102)	-0.51%
Withholding tax payables	(1,408,202)	-0.005%
Borrowing	(2,450,000,000)	-8.67%
Liabilities following the lease agreements – Assets on usage right	(176,406,867)	-0.62%
Liabilities following the lease agreements	(556,680,117)	-1.97%
Total liabilities	(3,848,233,639)	-13.61%
Net assets	28,274,173,857	100.00%
Number of outstanding units	2,337,282,928	Units
Net assets value per unit	12.5931	Baht
Closing price at year end	14.0000	Baht

2.4.2 Details of assets by categories

Lotus's Retail Growth Freehold and Leasehold Property Fund

Details of assets

On 28 February 2023

The Initial Properties (17 Stores)

No.	Property Name	Freehold/Leasehold	Location	Class of title held by the fund			Asset Detail*	Total Lettable Area (sq.m)	Appraised Values** / Appraisers (MB)		
				Freehold (Rai)	Leasehold (Rai)	Total (Rai)			15 Business Advisory Limited as of 25 February 2023	Capitalization Rate	Discount Rate
1	Srinakarin	Freehold	9 Moo 6, Bangmuangmai Sub-district, Mueang District, Samutprakarn Province	48-1-74.3	-	48-1-74.3	The building comprise (1) a two-storey shopping mall building (2) 2 car service and maintenance building (4) 4 mini plaza building (5) plaza building 6 elevators, 8 escalators, 2 travelers	35,325	3,609	7.00%	10.00%
2	Krabi	Freehold	191 Moo 12, Krabi Noi Sub-district, Mueang District, Krabi Province	30-1-51.8	-	30-1-51.8	There are two buildings located at the Krabi site. The building comprise (1) a two-storey shopping mall (2) car service and maintenance building 3 elevators, 3 escalators, 2 travelers	19,767	2,014	7.00%	10.00%
3	Prachachem	Freehold	829 Pracharat 2 rd, Bangsue Sub District, Bangsue District, Bangkok	14-3-93.4	-	14-3-93.4	The building comprise (1) a two-storey shopping mall 3 elevators, 2 escalators, 2 travelers	16,831	1,706	7.00%	10.00%
4	Rangsit Klong 7	Freehold	41/2 Moo 2, Lumpakood Sub-district, Thanyaburi District, Prathumthani Province	144-1-71	-	144-1-71	There are two buildings located at the Rangsit Klong 7 site. The building comprise (1) a one-storey shopping mall (2) car service and maintenance building	15,370	1,401	7.00%	10.00%
5	Tung Song	Freehold	144 Moo 2, Nong Hong Sub-district, Tung Song District, Nakhonsirithammarat Province	30-2-85.7	-	30-2-85.7	There are two buildings located at the Tung Song site. The building (1) a two-storey shopping mall (2) one machinery building 3 elevators, 2 escalators, 2 travelers	13,551	738	7.00%	10.00%
6	Singburi	Freehold	189 Moo 7, Bang Nga Sub-district, Tha Vong District, Lopburi Province	24-2-09	-	24-2-09	The building comprise (1) a two-storey shopping mall 3 elevators, 2 escalators, 2 travelers	14,293	629	7.00%	10.00%
7	Pranburi	Freehold	706 Moo 7, Koa Noi Sub-district, Pramburi District, Prachubkareekon Province	22-3-58.6	-	22-3-58.6	There are two buildings located at the Tung Song site. The building comprise (1) a one-storey shopping mall (2) car service and maintenance building	10,740	871	7.00%	10.00%
8	Mahachul	Freehold	119 Moo 7, Thasai Sub-district, Mueang District, Samutskorn Province	20-3-71	-	20-3-71	There are six buildings located at the Tung Song site. The building comprise (1) a one-storey shopping mall (2) one car park (3) one machinery (4) one warehouse (5) one chiller (6) car service and maintenance building 1 elevator	11,346	438	7.00%	10.00%
9	Maesai	Freehold	156 Moo 6, Viengpangkum Sub-district, Maesai District, Chiangrai Province	32-3-0	-	32-3-0	There are two buildings located at the Maesai site. The building comprise (1) a one-storey shopping mall (2) car service and maintenance building	10,156	821	7.00%	10.00%
10	Ranong	Freehold	2515 Moo 1, Petchakasem Road, Bangrn Sub-district, Muang District, Ranong Province	26-0-50.8	-	26-0-50.8	The building comprise (1) a one-storey shopping mall	9,674	671	7.00%	10.00%
11	Samui	Freehold+Leasehold	1/7 Moo 6, Bohphut Sub-district, Koh Samui District, Saraburi Province	22-1-52	24-3-78	47-1-30	There are three buildings located at the Samui site. The building comprise (1) a one-storey shopping mall (2) four building owned by Sponsor and leased out to the tenants (3) garbage building	23,550	770	-	11.00%
12	Pisaniuk	Freehold+Leasehold	909 Moo 3, Aranyik Sub-district, Muang Pisaniuk District, Pisaniuk Province.	31-2-71.4	0-2-59.5	32-1-30.9	There are four buildings located at the Amatakoron site. The building comprise (1) a two-storey shopping mall (2) a one-storey mini plaza (3) two car service and maintenance building 3 elevators, 3escalators, 2 travelers	19,249	1,054	7.00%	10.00%
Lease Terms (year) : 14.093 in the total 0-2-59.5 Rai for car park purpose											
13	Amatakoron	Leasehold	700/75 Moo 5, Klungumru Sub-district, Muang Chonburi District, Chonburi Province	-	45-1-35.6	45-1-35.6	There are four buildings located at the Amatakoron site. The building comprise (1) a two-storey shopping mall (2) a one-storey mini plaza (3) two car service and maintenance building 3 elevators, 3escalators, 2 travelers	25,028	1,797	-	11.00%
Lease Terms (year) : 17.899											
14	Petchaboon	Leasehold	929 Moo 2, Sa Daeng Sub-district, Muang Petchaboon District, Petchaboon Province.	-	43-2-5.4	43-2-5.4	There are three buildings located at the Petchaboon site. The building comprise (1) a one-storey shopping mall (2) one fire pump building (3) one car service and maintenance building	15,999	747	-	11.00%
Lease Terms (year) : 16.205											
15	Lamhukka Klong 6	Leasehold	75 Moo 5, Bungkumproy Sub-district, Lamhukka District, Patumthani Province.	-	33-1-0	33-1-0	There are three buildings located at the Lamhukka Klong 6 site. The building comprise (1) a one-storey shopping mall (2) one air handling unit building (AHU) (3) one car service and maintenance building	14,164	504	-	11.00%
Lease Terms (year) : 15.466											
16	Sena	Leasehold	49 Moo 1 at Bangsomko Sub-district, Sena District, Ayudhya Province.	-	24-2-96	24-2-96	There are two buildings located at the Sena site. The building comprise (1) a one-storey shopping mall (2) one machinery building	10,169	361	-	11.00%
Lease Terms (year) : 16.353											
17	Rama I	Leasehold	831 Praram I Rd, Wang Mai Sub-district, Pathumwan District, Bangkok	-	12-3-03.25	12-3-03.25	The building comprise (1) three-storey shopping mall 3 elevators (1 lift + 2 cart lift), 4 escalators, 4 travelers	19,214	738	-	11.00%
Lease Terms (year) : 13.044											

Additional Investment No. 1 Funded by Capital Increase (5 Stores)

No.	Property Name	Freehold/Leasehold	Location	Class of title held by the fund			Asset Detail*	Total Lettable Area (sq.m.)	Appraised Values** / Appraisers (MB)		
				Freehold (Rai)	Leasehold (Rai)	Total (Rai)			15 Business Advisory Limited as of 27 January 2023	Capitalization Rate	Discount Rate
1	Phuket	Freehold	104 Moo 5 Chaloem Phrakiat rd. Mueang Phuket , Phuket Province	44-2-0	-	44-2-0	The building comprise (1) two-storey shopping mall (2) car service and maintenance building 2 elevators, 4 escalators	26,768	3,094	7.00%	10.00%
2	Salaya	Freehold	99/14 Moo 1 Bangtoey Sub-District Sampran District Nakhon Pathom Province	38-3-99	-	38-3-99	There are two buildings located at the Salaya site. The building comprise (1) Two-storey shopping mall (2) Energy Saving Building (3) car service and maintenance building (4) Storage building 3 elevators, 2 escalators, 2 travelators	21,816	2,028	7.00%	10.00%
3	Nakorn Sri	Freehold	15 Pathanakar-Kukhwang rd Nai Mueang Sub-District , Mueang Nakorn Sri Thammarat Nakorn Sri Thammarat Province	26-0-33.6	-	26-0-33.6	There are two buildings located at the Nakornsriammarat site The building comprise (1) a two-storey shopping mall (2) 2 car service and maintenance building (3) mini plaza building (4) Storage building 4 escalators	18,677	1,421	7.00%	10.00%
4	Rangsit-Nakorn	Leasehold	90 Moo 2 Rangsit-Nakorn nayok rd. Thanyaburi District Patumtani Province	-	33-2-0	33-2-0	The building comprise (1) two-storey shopping mall (2) mini plaza building (3) 2 car service and maintenance building 3 elevators, 1 escalators, 1 travelator	15,063	587	-	11.00%
5	Bang Pu	Leasehold	2502 Moo 3 Sukumvit rd. Bang Pu mai Sub-District Mueang Sumaiprakarn Province	-	55-0-80	55-0-80	The building comprise (1) a one-storey shopping mall 3 elevators, 4 escalators, 2 travelator	15,940	706	-	11.00%

Additional Investment No. 2 Funded by Loan (1 Store)

No.	Property Name	Freehold/Leasehold	Location	Class of title held by the fund			Asset Detail*	Total Lettable Area (sq.m.)	Appraised Values** / Appraisers (MB)		
				Freehold (Rai)	Leasehold (Rai)	Total (Rai)			15 Business Advisory Limited as of 27 January 2023	Capitalization Rate	Discount Rate
1	Navanakorn	Freehold	98/103 Moo 13 Klong Neung, Klong Luang, Patumtani Province	31-0-5	-	31-0-5	The building comprise (1) two-storey shopping mall 3 elevators, 4 escalators, 2 travelator	24,042	2,552	7.00%	10.00%

* Description of Asset All branches have basic facilities and utility system such as electricity system, pipeline system, telephone system, air-conditioning system, fire prevention system, as well as sprinkler system inside the buildings.

- Investment Date of Assets** : Initial investment on 14-15 March 2012
Investment in the first capital increase on 4 December 2012
Investment in the second capital increase on 29 January 2014
- Investment price** : Approximately 27,085.58 million baht
- Latest Valuation Date of Assets** : 25 February 2023
- Latest Valuation** : 29,257 million Baht
- Valuation Company** : 15 Business Advisory Co., Ltd.
- Type of Usability** : Shopping Mall
- Type of Asset** : Retail Business
- Income in Accounting Period** : The Fund's total income for the period from 1 March 2022 to 28 February 2023 has been 2,786,674,502 Baht.

In case of investment of the Fund/Trust in assets which are uncompleted projects, the progress of the Project shall be reported specifying reason of incompleteness.

-None-

2.4.3 Details of investments in properties or leasehold of properties in each transaction in the accounting period (if any)

- (1) Date, price and reason of investment in properties or leasehold of properties, and the seller, lessor, assignor of leasehold or grantor of property right as the case may be.

-None-

(2) Details relating to the asset valuation company's valuation before investment in properties or leasehold of properties such as valuation date for valuated price, valuation method, name of asset valuation company

-None-

(3) Expenses relating to investment in properties or leasehold of properties, and expenses relating to investment

-None-

(4) In case of additional investment in assets without pass of approval from the unitholders, and additional investment in assets without pass of approval from the unitholders

(4.1) The Management Company/ Trust Manager should explain benefit received by the Fund from supplementary explanation of investment reason and source of capital used in purchase of assets

- None of additional investment

(4.2) The condition shall be clearly specified and in case of entry into transactions, it must be executed subject to conditions or consent given by the Office of the SEC, unitholders or SET.

- None of conditions requiring consent from the Office of the SEC, unitholders or SET.

2.4.4 In the event that the Fund is unable to indirectly invest in the Company through its shareholding and voting rights

-None-

2.4.5 Detail of investment in the main properties additionally in accounting period.

-None-

2.4.6 Detail of disposal or transfer of properties in accounting period.

-None-

2.5 Benefits Procurement from invested RE Assets

2.5.1 Explanation of Benefits Procurement from invested RE Assets

The Fund invested in the freehold and leasehold property which are 23 branches of Lotus Superstore as follows:



- | | |
|-------------------------|---------------------------|
| 1) สาขาศรีนครินทร์ | 13) สาขาอมตะนคร |
| 2) สาขากระบี่ | 14) สาขาเพชรบูรณ์ |
| 3) สาขาประจวบคีรีขันธ์ | 15) สาขาท่าอากาศยาน 6 |
| 4) สาขาวังจันทน์ คลอง 7 | 16) สาขาเสนา อยุธยา |
| 5) สาขาทุ่งสง | 17) สาขาพระราม 1 |
| 6) สาขาสิงห์บุรี | 18) สาขานครศรีธรรมราช |
| 7) สาขาปราจีนบุรี | 19) สาขาภูเก็ต |
| 8) สาขาแม่สอด | 20) สาขาวังลิ้นจี่นครนายก |
| 9) สาขาแม่สอด | 21) สาขาบางปู |
| 10) สาขาระนอง | 22) สาขาศาลายา |
| 11) สาขาสมุทร | 23) สาขาวันครู |
| 12) สาขาพิษณุโลก | |

สัดส่วนการลงทุนในอสังหาริมทรัพย์ วัดตามราคาประเมิน
กรรมสิทธิ์สมบูรณ์ (Freehold) สัดส่วน 77%
สิทธิการเช่า (Leasehold) สัดส่วน 23%

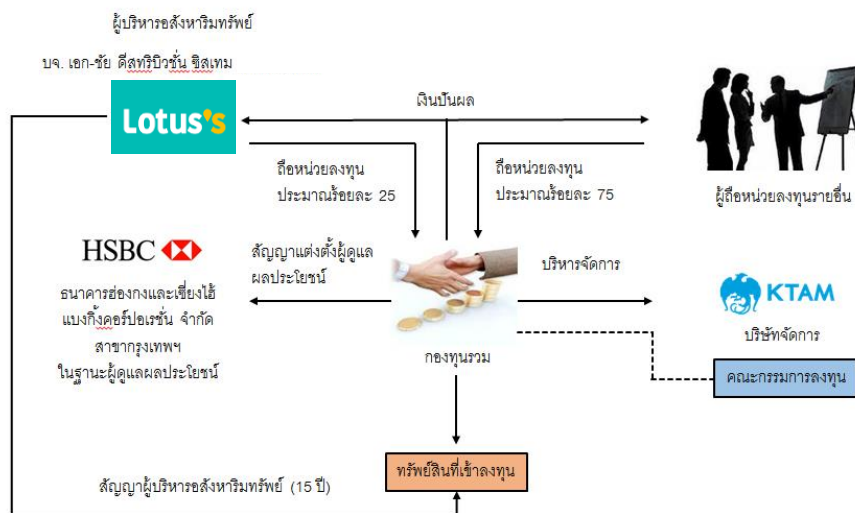
- กรรมสิทธิ์สมบูรณ์ ในที่ดินและอาคาร ●
- กรรมสิทธิ์แบบผสมในที่ดิน และ กรรมสิทธิ์สมบูรณ์ในอาคาร ●
- สิทธิการเช่าในที่ดิน และ กรรมสิทธิ์สมบูรณ์ในอาคาร ●
- สิทธิการเช่า ในที่ดินและอาคาร ●

The Fund has the policy of operation in procuring the benefits from the assets invested by the Fund by bringing the leased areas of the mentioned 23 branches of Lotus Superstore to rent out to tenants for various businesses. Most

of which have the period of 3 years. The tenants are required to deposit in which the lessor has the right to terminate the contract in the event that the tenants breach the contract.

In managing the assets invested by the Fund, the Fund has appointed Ek-Chai Distribution System Co., Ltd. (Lotus) to have the rights in managing the assets invested by the Fund as the property manager with the conditions as specified in the related contract.

Structure of LPF



Please consider Part 1, Fact Sheet for more details on real estate benefits procurement

2.5.2 In case of leasing all immovable properties to any tenant or significant concentration of the tenants

-None-

2.5.3 In case where the key tenant is the same group of related parties of the Management Company/Trust Manager

-None-

2.5.4 In case where the Property Manager is engaged

Property Manager : Ek-Chai Distribution System Company Limited
 No. 629/1 Village No. 10, Nawamin Road
 Nuan Chan, Bueng Kum, Bangkok 10120
 Tel. 0-2797-9000 Fax. 0-2797-9829
 Website : www.lotuss.com

Property Manager experience

Experience in managing Tesco Lotus in Thailand

Remuneration for the Property Manager received from the Fund

For accounting period from 1 March 2022 to 28 February 2023, the remuneration was 245,548,715 Baht.

Relationship in term of shareholding or business connection with the Trust Manager

-None-

2.5.5 In case of the Fund/Trust's investment in immovable properties in type that business is unable to be solely operated and immovable properties of the whole project are leased out to the entrepreneurs.

-None-

2.5.6 In case of income guarantee on immovable properties. The following information shall be at least disclosed.

- (1) Condition and essence of income guarantee agreement and income guarantor-related information
-None-
- (2) Operating performance of immovable properties compared with guaranteed rental income
-None-
- (3) Compliance with income guarantee agreement in previous years
-None-
- (4) In case where the guarantor provides letter of guarantee of commercial bank or equivalent security covering guarantee duration, credit rating of the commercial bank that issues latest letter of guarantee for 1 (one) year shall be disclosed. Credit rating shall be performed by credit rating institution accepted by the Office.
-None-
- (5) In case where the guarantor provides none of letter of guarantee under (4), the Management Company/Trust Manager shall disclose the information.
-None-

2.6 Borrowing of Lotus's Retail Growth Freehold and Leasehold Property Fund

Pursuant to the resolution of the PIF Investment Committee No. 12/2022 on 31 October 2022, to approve of refinancing loan agreement with CIMB Thai Bank Public Company Limited ("CIMBT") which is dated on 14 December 2022 under total loan amount of 2,450 million baht which is not exceeded 10 (ten) percent of net asset value of the Fund.

As of Feb 28, 2023, the Fund has drawn total loan amount of 2,450 million baht as per brief information below:

Lender	CIMB Thai Bank Public Company Limited
Borrower	Lotus's Retail Growth Freehold and Leasehold Property Fund
Amount (MTHB)	2,450 MTHB which as of February 28, 2023 has been fully disbursed
Interest Rate	Average MLR from 4 Main Banks in Thailand minus 3.5% per annum
Principal Due Date	As at 20 December 2027
Repayment Terms	Quarterly Basis
Collateral	None
Gearing Ratio	7.63% of TAV
Current Conditions	Normality, and the Fund has fully complied with the terms of the loan agreement

3) Industry outlook of Benefits Procurement from invested RE Assets

3.1 Industry outlook of benefit procurement from invested RE assets

Industry outlook and business trend of shopping malls in Thailand

Retail business sector in Thailand

The retail business in Thailand has experienced continuous growth for over 60 years, driven by the continuous increase in the global population. This has had a significant impact on economic growth, particularly in the Southeast Asian region, including Thailand, which has emerged as an attractive market for foreign investors seeking opportunities in real estate development.

To meet the growing demand from expanding families, many Thai entrepreneurs, especially retailers, have focused on developing their retail projects. CBRE has found that the main reason for this is the rapid expansion of both vertical and horizontal residential types from the city center to the suburbs. Thus, large and small retail businesses have begun to see opportunities in expanding their retail projects to residential areas in order to meet the needs of the residents in these areas.

Analyzing the development of transportation infrastructure, CBRE believes that Thailand's transportation infrastructure is still lagging behind the rapid urban growth. Combined with changing consumer behavior within the country, local shops and fresh markets near residential areas are unable to meet the increasingly diverse and complex demands of consumers in accordance with the changing times. This gap has led to the emergence of the superstore group, a modern trade retail concept that brings together a wide range of fresh produce and consumer goods in one place. Not only the superstore group, but also modern small-sized shops have expanded rapidly, benefiting from economic expansion and urban growth.

In the Superstore and convenience store markets, there has been significant expansion, particularly in the Bangkok area. Retail development groups in the form of major shopping centers have been striving to differentiate themselves by creating larger shopping centers than before and expanding rental spaces to accommodate the diverse needs of customers from all groups and categories.

Prior to the COVID-19 pandemic, the retail market in Thailand had already undergone significant development. It had shifted towards more integrated approaches to meet the demands of customers, including residents within the projects and people in nearby areas. This was done to increase diversity, generate profits, and optimize project allocation, which led to the emergence of the widely recognized "Mixed-use" projects. Additionally, premium outlet models were developed to cater to the increasing purchasing power of international tourists who visited Thailand.

However, in the year 2020, the retail industry in Thailand was heavily impacted by the COVID-19 outbreak. CBRE found that both large and small-scale project developers were concerned and less confident in launching new projects during the year 2020. CBRE also discovered that only a few large-scale retail development projects were completed during that period.

At the end of the year 2020 until 2021, the situation of the outbreak of the COVID-19 virus in Thailand protracted and there is no better direction. CBRE realized that all retail supply in Bangkok only slightly increased between the 4th

quarter of 2020 and the 4th quarter of 2021. Most of the emerging retail supply will be in the form of supporting retail stores in office projects. At that office project, there is already a time limit to be opened for service including new community malls located in the suburbs near future BTS and MRT stations.

The outbreak of the COVID-19 virus does not only reduce the consumer confidence and increase financial concerns for both large and small retail operators but it also causes lifestyle changes and the consumer's purchasing behavior inevitably. CBRE found that changes during this pandemic has a great influence on creating new norms in life and has a wide impact on the way of life of Thai people. The changes during this pandemic have not only made a difference in lifestyles but they have made difference in the retail business as well.

In the year 2021, although the situation regarding the COVID-19 pandemic in Thailand had not improved, the retail business still had to cope with the ongoing spread of the virus. The highly transmissible Omicron variant led to a rapid increase in the number of infections. However, CBRE found that medium to small-scale retail developers, such as supermarket and convenience store groups, demonstrated strong adaptability.

During the same year, CBRE also found that in terms of brands and retailers, they are ready to develop their own online sales channels system and do it continuously without stopping. There are also efforts to reach customers through online marketing through more channels to keep up with rapid changes. These retailers are well aware that reaching customers through online marketing is no longer just an option. But it is an important requirement that determines the destiny of business sustainability in the long run.

In the year 2022, the situation of the COVID-19 pandemic in Thailand has improved significantly. The number of infections has decreased significantly, marking a period of recovery from the previous outbreak. There is a growing trend towards returning to a more normal state, leading to increased competition among retail businesses. CBRE found that throughout the first half of the year 2022, large-medium retail business developers, such as shopping center projects, department stores and superstores are making great efforts to launch more new projects that have previously slowed down.

During the first to the third quarters of 2022, there had been a notable increase in new retail opportunities compared to the previous two years. The majority of these opportunities are in retail spaces that support office buildings, premium outlets, and community malls, particularly in suburban and urban areas. Furthermore, during the second to the third quarters of 2022, CBRE also found that there has been an increase in the introduction of new retail projects that follow the mixed-use concept.

CBRE also believes that Thailand's retail industry is moving towards diversification and innovation, driven by the advancements in digital technology that have gained popularity since the country faced the crisis of the COVID-19 pandemic.

The growth of e-commerce has been driven by the COVID-19 pandemic as international travel restrictions and increased time spent at home by Thai consumers have led to changes in consumer behavior. E-commerce has become an integral part of daily life. Although the situation of the COVID-19 pandemic has improved and people can now make purchases at offline stores as usual, the demand for online shopping remains strong. Consumers are familiar and comfortable with using various online platforms.

CBRE shares the opinion that business-to-consumer e-commerce will continue to expand, but at a slower rate due to uncertain economic recovery and increased cost of living, which reduces purchasing power from the private sector. The increased value of e-commerce reflects a shift in spending channels from traditional offline to online channels, rather than solely relying on increased purchasing power. However, Thai consumers will continue to use e-commerce platforms for future purchases because online shopping offers affordable and cost-effective products, convenience, and a wide variety of options.

The advent of digital technology has significantly stimulated the rapid growth of the e-commerce market and prompted consumers to adopt online platforms for purchasing, utilizing both offline and online channels. The COVID-19 pandemic has served as a catalyst for developers of retail projects to develop alternative trade channels that are not solely reliant on offline services, aiming to increase profitability and reach new customers, rather than solely relying on competition through offline services.

CBRE sees clearly that developers of retail projects and retailers will continue to struggle to develop new projects and adjust their management strategies, including increasing sales to compensate for the lost revenue. Meanwhile, the Thai economy may still face various challenges and vulnerabilities in the early stages of recovery. The concerns arising from the weakened purchasing power of consumers due to increased household debt and inflationary pressures in the first half of the year 2023 may be offset by the hope that the number of tourists entering the country will continuously increase in the latter half of 2023 and 2024 due to relaxed travel restrictions.

In summary, CBRE recognizes that the landscape of the retail market in Thailand will constantly change due to significant factors such as technological advancements combined with evolving consumer behaviors and preferences throughout the COVID-19 pandemic. In the post-pandemic period, the traditional format of retail mall presentations may no longer be suitable for the future demands, lifestyles, and behaviors of consumers, particularly the younger generation. Therefore, CBRE believes that it is crucial for both major and minor retailers to adapt to the growth of e-commerce markets and changing consumer behaviors.

It is still unclear how the retail business in the post-COVID-19 world will ultimately shape. There may be developments in various formats of retail projects, with more storefront and storefront-less concepts. Therefore, developers of retail projects must intricately and comprehensively adjust their business models to enhance the in-store shopping experience, create innovative activities, and add value to their projects in order to attract more tenants and visitors to their shopping centers. In this uncertain future, it is possible to continuously create a new normal.

Retail market in Bangkok

There was a better recovery in the retail industry in Bangkok in the 3rd quarter of 2022 compared to the market situation during the 3rd quarter of 2021. It was due to the fact that more tourists began to return to travel in the country together with public health safety measures combined with service standards of establishments giving confidence to tourists.

The supply of retail markets in Bangkok as of the third quarter of 2022 totaled 7,998,944 square meters, an increase from the third quarter of 2021 with the supply of retail markets in Bangkok at 7,910,403 square meters,

representing a 1.1% increase compared to the same period last year and representing a 0.6% increase compared to the previous quarter.

As of Q3 2022, the overall occupancy rate of retail space in Bangkok was at 95.2%, an increase of 0.2 points from the previous quarter and 0.4 points compared to the same quarter last year. When comparing retail spaces in each format, superstore is the form of retail space with the highest occupancy rate of 98.5%, followed by shopping centers with the occupancy rate of 94.9%. The last rank is mall with an occupancy rate of 84.7%. When comparing the occupancy rate of each area in Bangkok, the area with the highest occupancy rate is the suburban area at 97.1%, followed by the metropolitan area at 93.9% and the city center at 92.2%.

As of Q3 2021, there was 862,053 square meters of net retail space under construction. Retail space supply is expected to increase by approximately 217,268 square meters in Q4 2022.

CBRE foresees that in the future, major retail developers will increasingly focus on developing large-scale projects outside the city center. As a result, this puts pressure on older, unrenovated retail centers in the periphery to accelerate their renovation and facelift plans in order to compete with the new supply coming in the future.

In the future, CBRE still believes that the retail industry in Bangkok will clearly improve. Especially in late 2022 until the first half of 2023, CBRE has seen this positive market recovery direction since the second quarter of 2022. The positive impact of promoting the tourism sector after reopening the country combined with the upcoming festivals and long holidays in Thailand should increase the amount of traffic and access to services in various retail projects across the country. This will play an important role in making the retail market in Bangkok continue to recover.

Retail market in the Northern region of Thailand

For the study of the retail market trends in the northern region of Thailand, CBRE has selected Chiang Rai Province as a representative of the region. Chiang Rai is located at the border junction of three countries; Thailand, Myanmar, and Laos. The scope of the study in Chiang Rai by CBRE is not limited to just the central city area or along the Phahonyothin Road, which is the main road. It also includes the Mae Sai District, which is an important cross-border hub.

As of December 2022, Chiang Rai has a total of 23 modern retail centers, covering a combined retail space of 156,758 square meters. When categorized by retail formats, there are 3 closed malls, 6 supermarkets, 13 specialty stores, and 1 community mall.

The expansion of modern retail centers in Chiang Rai has improved compared to the previous year due to the resumption of both domestic and international flights. Additionally, Chiang Rai remains an important destination in the northern region of Thailand for both domestic and international tourists. This has led to the opening of two new retail projects in 2022, after a period of no new retail openings since 2011.

In December 2022, the net retail space rental rate in Chiang Rai Province was 98.3%, a slight decrease of 1.3 points compared to 97.0% in the previous year. In 2021, the increase in rental rates was attributed to the relaxation of measures to control the spread of the COVID-19 virus and the easing of travel restrictions, which helped increase the number of tourists in Chiang Rai. Additionally, it stimulated the market demand in the retail sector. The rental prices for modern retail stores in Chiang Rai Province ranged from approximately 156 to 2,500 baht per square meter per month, which remained close to the previous rental prices of 85 to 1,750 baht per square meter per month in 2011.

Retail market in the Northeastern region of Thailand

The study on the retail market trend in the northeastern region of Thailand mainly focuses on Khon Kaen Province, which is the largest province in the region and serves as a center for education and government agencies at the regional level. Most retail businesses in Khon Kaen are located on main roads, such as Mitrapap Road, Maliwan Road, and Srichan Road, which are the main routes connecting Khon Kaen city with other provinces in the northeastern region.

In December 2022, there were a total of 30 retail projects in Khon Kaen, including various types of retail spaces such as enclosed shopping centers, community malls, department stores, supermarkets, and specialty stores.

The total number of retail projects increased by 2 from the previous year, with a total of 28 projects. These new projects include Makro Food Service Khon Kaen 2 and Mega Home Khon Kaen. No reports of closures were found for any retail centers in the province.

Retail projects in Khon Kaen Province are still undergoing development for the future, particularly two projects; The Legacy Market, which is a community mall, and Terminal 21 Khon Kaen, which is an enclosed shopping center.

In the future, Khon Kaen is expected to remain a province with higher potential than other provinces in the Northeastern region of Thailand. This is due to the development of infrastructure and significant investments from the public sector, which are important factors in improving connectivity and internal transportation within the province. CBRE anticipates significant growth in the retail market in Khon Kaen once the infrastructure system in the province is completed and fully operational. This will also contribute to boosting tourism in the province.

As of December 2022, the overall rental rate for retail businesses in Khon Kaen was 96.0%, an increase of 0.1 point from 95.9% in the previous year. Specialty stores and community malls have seen an increase in tenants, resulting in a better rental rate adjustment. At the same time, rental costs have decreased by approximately 20-30%, ranging from 245 to 2,000 baht per square meter per month.

CBRE believes that major retail developers have improved their stores to attract and provide better experiences for customers. Meanwhile, some retail developers have repurposed unused spaces to offer a wider range of benefits, either for their own use or for leasing purposes.

Furthermore, CBRE expects that the retail market in Khon Kaen will gradually grow over the next 2-3 years, as they have observed progress, improvements, and expansion of retail spaces that will be completed in the future. Additionally, the progress made in constructing infrastructure and mass transportation systems in the province will further enhance connectivity. This improved transportation network will not only increase the number of tourists but also contribute to the growth of the retail sector.

Retail market in the Southern region of Thailand

Retail centers in the southern region of Thailand vary from province to province. In this report, we have discussed Phuket Province as an indicator of the retail market trend that emphasizes the tourism industry, and Nakhon Si Thammarat Province as an indicator of the retail market trend in the local area.

Phuket Province

According to a survey conducted in December 2022, there are a total of 49 retail projects in Phuket Province. These include 9 closed shopping centers, 5 department stores, 20 community malls, 8 supermarkets, and 7 specialty shops.

In terms of leased retail space in Phuket Province as of December 2022, it was found that 43.5% of the total retail space consists of closed shopping centers, followed by department stores at 21.9%, supermarkets at 16.5%, community malls at 10.4%, and specialty shops at 8.1%.

The total leased retail space in Phuket Province as of December 2022 is 697,936 square meters, which has increased by 3.5% compared to the same period last year (approximately 23,900 square meters). This increase in leased space is mainly due to the completion of two new retail projects in Phuket Province. These projects are Robinson Lifestyle Phuket (Thalang), a closed shopping center developed by Central Retail Corporation (under CPN Group), which opened on August 25, 2022, with a total leased area of approximately 21,000 square meters, and Boat Avenue Pet and Playground Phuket, the third community mall developed by Boat Development Limited, located in Cherngtalay Sub-district, with a total leased area of 2,900 square meters.

Based on a survey conducted in December 2022, it was found that there were developments of 7 retail centers (including those under construction and in the planning phase). These projects consist of 4 new projects, namely 1) Blue Pearl, 2) The Terminal Phuket, 3) Mine Town, and 4) Central Retail's project in the Chalong area, which includes Robinson Lifestyle Chalong - Phuket project, featuring Thai Watsadu project and BnB Home project (formerly known as Baan & Beyond) in the same area. According to a survey conducted in December 2022, CBRE found that there are two more projects that are extensions of the existing project: 1) Bugis Mall Phuket (2nd phase extension) and 2) Porto de Phuket (2nd phase extension) and there is also another project that is being developed on the existing project area, namely Lucky Complex Phuket (currently not officially named the new project).

In December 2022, the leased retail space in Phuket Province increased by 20,144 square meters, from 646,637 square meters in December 2021 to 666,781 square meters in December 2022, representing a 3.1% increase compared to the same period of the previous year. The main reason for the increase in leased retail space in December 2022 was the opening of Robinson Lifestyle Phuket (Thalang), as mentioned above.

The overall rental rate of retail space in Phuket Province in December 2022 was 95.5%, a decrease of 0.4% compared to the same period of the previous year. This slight decrease is considered insignificant. The slight decrease in the overall rental rate is due to some retail projects deciding to reopen fully in December 2022, while their tenants were not confident to reopen at the same time.

Based on the survey of average rental rates in the year 2022 of retail stores in the area, it was found that there was a downward adjustment. Furthermore, the range of rental rate offers also narrowed. The average rental rate in 2021 was between 200 and 2,800 baht per square meter per month, while the average rental rate in 2022 was between 215 and 2,200 baht per square meter per month. This is because the majority of project owners want to retain their existing tenants due to high competition in the retail market. The demand for rentals has slowed down, causing retail stores that have higher rental fees than others to face difficulties in finding tenants to fill vacant spaces.

CBRE believes that the retail market in Phuket will fully recover by the beginning of 2023 because tourism in Phuket is picking up again. They also believe that competition in the retail market in Phuket will become more intense, including existing retail projects, projects under construction, and projects being developed by leading retail business operators. CBRE also sees that if small retail business operators in the area continue to neglect their interest in improving and developing existing projects to enhance the attractiveness, they may tend to lose market share and face difficulty in maintaining overall occupancy rates and the challenge of maintaining rental rates eventually.

Nakhon Si Thammarat Province

The majority of retail projects in Nakhon Si Thammarat Province are located on Phatthanakan-Ku Kwang Road. The retail market in this province primarily offers products and services to the local residents, as Nakhon Si Thammarat is not a tourist destination.

In 2022, CBRE expanded its research coverage to include Tha Sala District due to the introduction of the “GO!” brand, a new superstore concept project. This resulted in the addition of two more retail projects in the database: Lotus Tha Sala and GO! Tha Sala.

The GO! brand is a retail brand developed by Central Retail Corporation, with the goal of providing fresh food and high-quality consumer goods at affordable prices. At the same time, GO! stores offer modern decorations and outstanding services, aiming to provide the most impressive and memorable experiences to consumers. Currently, GO! stores are only available offline in Thailand, while in other countries, they are offered through various channels such as online platforms and hot line services.

Stores operating under the GO! brand include: 1) GO! Market, a hypermarket offering a wide range of products from fashion to fresh food; 2) GO! WOW, a store selling various items starting from 5 baht; 3) GO! Power, an electronics and electrical appliance store; 4) &Joy, an international food restaurant; and 5) Sunday Playland, an indoor playground.

As of December 2022, there were no newly completed retail stores or future retail projects in Mueang Nakhon Si Thammarat District. However, there was a newly completed project in Tha Sala District, which is GO! Tha Sala. According to our database, the total leased area of all retail stores increased from 176,821 square meters in the previous year to 182,421 square meters. This growth was contributed by a total of 22 projects, including 8 specialty superstores, 7 hypermarkets, 3 closed-format shopping centers, 3 community malls, and 1 department store.

The most popular format for retail development in Nakhon Si Thammarat Province is specialty stores that sell furniture, electrical appliances, and household goods. The second most popular format is supermarkets that offer consumer products, including household and daily necessities. Popular supermarket projects include Lotus, Big C, Supercenter, and Makro.

According to a survey, the rental rates of retail projects in Nakhon Si Thammarat Province, excluding specialty stores, increased by 1.1 points from 94.0% in the previous year to 95.1%. Overall, the rental rates remained stable as the retail projects in this province primarily target local buyers and domestic tourists.

In the near future, retail projects in Nakhon Si Thammarat Province will still be limited in number. Although there will be the introduction of the “Go!” brand, which signals the economic recovery in the province. Small-scale retailers will

face increasing challenges not only from large retailers but also from declining customer purchasing power. Therefore, sales and marketing strategies through various channels such as online commerce may be crucial in reducing investment risks for both retailers and tenants.

Trade-related government policies

In the year 2022, the government introduced various policies to stimulate household spending, including the “Rao Cha Na” project. The “Rao Cha Na” project supports financial assistance, relief, and compensation for the general public, farmers, and businesses affected by the COVID-19 pandemic.

In the year 2020, the Thai government approved the “Rao Cha Na” project to assist low-income individuals and small-scale businesses, benefiting 31.1 million people. On January 19, 2021, the Cabinet considered expanding the project to an additional 2.4 million people. Each eligible person would receive financial assistance of 7,000 Baht, and the duration of the payment period for those who qualified in the initial phase was extended until June 30, 2021.

Due to the high number of COVID-19 infections in Thailand in April 2021, the government, during a Cabinet meeting on May 11, 2021, approved additional financial aid of 2,000 Baht per person, bringing the total assistance to 9,000 Baht per person throughout the project. This additional assistance was provided in May 2021, and the funds were required to be spent by June 2021. When the project concluded, a total of 33.2 million people were eligible for and received the financial aid, with a total expenditure of over 273 billion Baht.

On June 30, 2021, the Cabinet announced the termination of the “Rao Cha Na” project. The project aimed to support Thai people and stimulate consumer spending in Thailand following the COVID-19 outbreak. As the country’s economy began to recover, the Cabinet decided not to extend the “Rao Cha Na” project. In summary, the project had a total of 33.2 million participants who received financial assistance throughout the project, with a total expenditure of 2.73 trillion Baht.

“Rao Tiew Duay Kan” project

The “Rao Tiew Duay Kan” project is a government initiative aimed at stimulating domestic spending through domestic tourism. This is in response to the significant impact of the COVID-19 pandemic on the tourism industry, with a drastic reduction in international tourists. The “Rao Tiew Duay Kan” project provides assistance through hotel and flight discounts, as well as coupons for tourist activities.

The second phase of the “Rao Tiew Duay Kan” project started in the year 2020 and extended until April 30, 2021. In this phase, the government supported hotel costs at a rate of 40% of the room price per night, up to a maximum of 3,000 baht per night and not exceeding 15 nights. Additionally, food and beverage coupons worth 600 to 900 baht were provided (600 baht for weekends and 900 baht for weekdays). The government also supported flight tickets at a rate of 40% of the ticket price, up to a maximum of 2,000 baht per seat. Participants in the project would receive cashback through G-Wallet in February 2021. All 6 million hotel room rights have been fully utilized, while there are still 1.35 million flight ticket rights available.

The third phase of the “Rao Tiew Duay Kan” project was launched in September 2021, under the same conditions as the second phase. The usage period for this phase is from October 8, 2021, to January 31, 2022. In this

third phase, 2 million hotel room rights have been fully utilized as of December 14, 2021, while flight ticket rights are still available, exceeding 1 million rights.

On December 21, 2021, the Cabinet approved an additional 2 million rights for the “Rao Tiew Duay Kan” project. Participants must book rooms at least 7 days in advance, starting from January 31 to April 30, 2022, the period of the project. In this phase, eligible individuals would receive a 40% government subsidy for accommodation costs and a 40% subsidy for flight tickets, similar to the second phase.

The fourth phase of the “Rao Tiew Duay Kan” project started from February 1 to May 31, 2022. In this phase, 2 million hotel room rights were provided and all rights have been fully utilized. Due to high public interest, the government increased the rights by an additional 1.5 million, starting from July 1 to October 31, 2022. All rights have been utilized in this phase as well.

In December 2022, the fifth phase of the “Rao Tiew Duay Kan” project was proposed to the Cabinet, which includes an additional 2 million hotel room rights. It is expected that the fifth phase of the project will start from January 2023 to June 2023.

“Khon La Khrueng” project

“Khon La Khrueng” project aims to stimulate the economy and promote domestic consumption by the government sector, with a focus on alleviating the financial burden on half of the population. This is due to the reduced and cautious spending by the public during the COVID-19 pandemic. The government has implemented a project called “Khon La Khrueng” to provide financial support through the G-wallet for citizens to purchase food and other products. Under this project, the government pays for half of the purchase price, and the people pay the other half.

The government launched the “Khon La Khrueng” project for the first time on December 2, 2020. Subsequently, the government decided to extend the project to the second phase by adding 5 million more beneficiaries under the same conditions as the first phase. The government provides financial assistance for food, beverages, and general products at a rate of 50% of the total expenses, not exceeding 150 baht per person per day. For the second phase, the budget has been increased to 3,500 baht per person, and the project runs from January 1 to March 31, 2021. Those who registered for the first phase can automatically participate in the second phase but are required to spend 3,000 baht within the year 2020.

On June 1, 2021, the government approved the continuous implementation of the “Khon La Khrueng” project in the third phase. Participants in this phase receive a 50% discount on purchases, with a maximum of 150 baht per person per day and a total of 3,000 baht throughout the project. The project runs from July 1 to December 31, 2021. Qualified individuals must make payments through the Pao Tang application at participating stores, and the conditions for eligibility and spending are the same as in the first phase.

On October 20, 2021, the Cabinet approved an increase in the budget for the third phase of the “Khon La Khrueng” project by an additional 1,500 baht per person. The disbursement of this amount occurred in November 2021, making the total amount provided throughout the project 4,500 baht. The government will distribute the funds in three installments of 1,500 baht each, with the first payment on July 1, the second on October 1, and the third on November

1. Payments will be made through the G-Wallet or the financial transaction feature within the Pao Tang application. This third phase of the project has eventually accumulated 28 million users. The fourth phase of the “Khon La Khrueng” project was approved by the Cabinet on December 21, 2021, aiming to stimulate the economy and maintain domestic purchasing power. Under this phase, the government continues to support 50% of the expenses for food, beverages, and general products, up to 150 baht per day per person, with a total of 3,000 baht throughout the project. However, individuals eligible for the third phase must utilize the remaining balance by December 31, 2021, as it cannot be carried forward to the fourth phase. The fourth phase of the project begins on March 1 and ends on April 30, 2022. The fifth phase of the “Khon La Khrueng” project commenced on September 1 and ended on October 31, 2022. The budget allocation provided a subsidy of 800 baht per person. In total, there were 26 million participants in the fifth phase, with a project value of 36 billion baht.

Although the project has generated more than 400,000 billion baht in domestic circulation over the past two years, the government believes that there is no necessity to extend it to the sixth phase due to the recovery of domestic consumption and tourism.

“Ying Chai Ying Dai” project

The “Ying Chai Ying Dai” project is an economic stimulus program aimed at mitigating the impact of the COVID-19 pandemic on the economy through the expenditure on goods and services. It involves distributing e-vouchers connected to the G-Wallet, an electronic wallet, with a focus on individuals in the middle to high-income groups to stimulate domestic spending during the economic downturn.

On June 1, 2021, the government approved the “Ying Chai Ying Dai” project. Under this project, eligible individuals were required to make expenditures between July 1 and September 30, 2021, with businesses registered for value-added tax and participating in the “Thung Ngern” application. They would receive support in the form of e-vouchers. The government set a maximum daily spending limit of 5,000 baht, and the total spending amount for calculating the e-voucher entitlement was capped at 60,000 baht per person. Participants would receive e-vouchers through the G-Wallet, with a maximum value of 7,000 baht per person for the duration of the project. The e-vouchers could be used at participating stores until December 31, 2021. However, participants were not eligible to join the third phase of the “Khon La Khrueng” project.

On July 20, 2021, the government decided to extend the expenditure period until November 30, 2021, and increased the daily spending limit to 10,000 baht. The maximum value of the e-vouchers was also raised to 10,000 baht. These changes were made due to the low interest and registration of only 450,000 people out of a total of 4 million eligible individuals.

The government reported that only 91,952 people participated in the “Ying Chai Ying Dai” project, generating a revenue of 3.8 billion baht. This amount was relatively low compared to the “Khon La Khrueng” project, which generated nearly 224 billion baht in revenue. The limited participation in the “Ying Chai Ying Dai” project led to its exclusion from the expansion consideration.

“Shop Dee Mee Kuen” project

The “Shop Dee Mee Kuen” program is a project aimed at stimulating domestic retail spending, particularly during the year-end period. The program was initially approved in the year 2020. It allows individual taxpayers, specifically those registered for value-added tax (VAT) and predominantly medium to large retailers (subject to certain conditions), to deduct actual expenses incurred from purchasing goods and services up to a maximum of 30,000 Baht from their personal income tax liability for the 2022 tax year.

On December 21, 2023, the government approved the “Shop Dee Mee Kuen” program, allowing individual taxpayers to deduct expenses of up to 30,000 Baht for the purchase of various goods, books, and One Tambon One Product (OTOP) items excluding alcoholic beverages, tobacco, lottery tickets, fuel, accommodation, and airfare. The project starts from January 1 to February 15, 2024. Individuals who meet the eligibility criteria can participate in the program without any exceptions.

The Cabinet approved the project. “Shop Dee Mee Kuen” for the year 2023, where the project will start from January 1, 2023 until February 15, 2023, which has a different clause from the year 2022 where taxpayers can get a tax deduction based on the amount actually paid. but not more than 40,000 baht by submitting a paper tax invoice total value not exceeding 30,000 baht and electronic tax invoices totaling not exceeding 10,000 baht for tax deduction purposes for the year 2023, with the condition that The tax invoice used for the reduction must come from the purchase of goods and services. From entrepreneurs who have a physical store or an online store that is registered for value added tax (VAT), OTOP includes books both printed or electronic (E-Book) of all types.

3.2 Target customers and Distribution Channel

Target customers of the Fund are divided into 2 groups as follows:

1. The Anchor Tenants are mostly customers who do business in the Hyper/Supermarket and Category Killer.

The customer group of tenants in this main area will be Magnet to other co-tenants to rent other parts of the project within the Fund's project.

2. The Co-Tenants consist of shops such as restaurants, drug stores, video rental shops, laundry shops, bookstores, flower shops, banks and other retail stores, etc.

Distribution Channel of the Fund

The Fund has appointed Ek-Chai Distribution System Company Limited to act as the Property Manager which will be the distributor and deliver the leased space directly to the tenants.

4) Risk Factors

Risk is exposed in unit investment. The investors should, other than other information in this document, prudently exercise their discretion and consider risk factors mentioned below in investment in investment units prior to decision making in unit investment. This document contains forward-looking statements. There are risk, uncertainty and determined assumption. The actual and future forecasted turnover of the Fund may be significantly different as the result

from various factors, including risk factors mentioned below and other factors as specified in this document. If the said risks actually occur, the operation, business opportunity, financial position, operating performance, and ability to pay dividend of the Fund may be negatively affected, and trading price of investment units may decrease. The investor may be damaged from investment fund in part or in whole.

Unless specified in risk factors relating to this document, the Fund or the Management Company may not be in position that can calculate financial impact or impact in other areas of risk factors shown in this part. Moreover, risk factors specified in this document may not be all risk factors. Other risk factors may be currently unknown by the Fund or are risk factors that may be currently considered insignificant but may become significant risk factors in the future that may have significant negative impact toward operation, business opportunity, financial position, and dividend payment ability or trading price of the Fund's investment units.

The investor should realize that trading price of investment units may be fluctuated. The investor should acknowledge that the investor may not be able to refund investment fund either in whole or in part.

1 Possible failure of the Management Company to successfully operate under the Fund's strategy

The ability of the Management Company to manage under strategy of the Fund for success depends on various factors, and ability to seek for appropriate investment opportunity in consistency with investment criteria of the Fund, and acquire good financial condition. Therefore, the Management Company is unable to guarantee that it can successfully operate in accordance with the Fund's strategy or can execute the aforesaid within reasonable time and expense. In addition, the decision by the Management Company may cause the Fund's loss or failure to successfully use business opportunity.

The Management Company is responsible for day-to-day management or control the Fund's business operation under supervision of the Supervisor. The unitholder may have no opportunity to assess the decision of the Management Company about strategy applied by the Management Company or investment of the Fund, as well as condition of the said investment. The failure of the Management Company to operate in accordance with the Fund's strategy for success may significantly have negative effect toward the Fund's operation, financial position, operating performance and ability to pay dividend, and price of investment unit that may be decreased.

2 Dependency of the Fund's success on the ability of the Management Company and the Property Manager to operate and manage immovable properties and leasehold rights in immovable properties invested by the Fund. In case of failure to effectively and efficiently operate or manage, it may significantly cause negative effect toward value of immovable properties and leasehold rights in immovable properties, the Fund's operating performance and dividend payment ability.

The Management Company is the Fund Manager whereas the Management Company has entered into Property Management Engagement Agreement with the Property Manager to perform duty in management of immovable properties and leasehold rights in immovable properties invested by the Fund under day-to-day management. Thus, the Management Company must rely on the Property Manager in management of immovable properties and leasehold rights in immovable properties invested by the Fund in accordance with Property Management Engagement Agreement. The Property Manager is responsible for various areas under supervision of the Management Company, and the part relating to immovable properties and leasehold rights in immovable properties invested by the Fund, such as lease management,

rental area marketing, maintenance, security and safety of the building, and financial management. However, if the Property Manager is unable to appropriately manage immovable properties and leasehold rights in immovable properties invested by the Fund, it may negatively affect value of immovable properties and leasehold rights in immovable properties invested by the Fund, and/or rental income that should be earned by the Fund. In addition, the failure of the Management Company to efficiently and effectively execute or manage immovable properties and leasehold rights in immovable properties will affect operating performance and ability to pay dividend to the unitholders, as well as settlement of mature debts, including debt under loan contract (if any). In addition, any negative changes affecting the relationship of the Management Company and the Property Manager may obstruct and impeded capability of the Management Company and Property Manager in management of the Fund and immovable properties, and leasehold rights in immovable properties invested by the Fund. In addition, if Tesco Lotus fails to perform duty on behalf of the Property Manager under Property Management Engagement Agreement, the Fund may fail to appoint other person to efficiently manage immovable properties and leasehold rights in immovable properties invested by the Fund like Tesco Lotus or may fail to appoint other person to appoint other person. This may cause negative effect toward operation, financial position, operating performance, and dividend payment ability of the Fund.

3 Income of the Fund depending on the tenant's economic condition

The Fund's financial position depends on acquisition of tenants to continuously lease immovable properties and leasehold rights in immovable properties invested by the Fund on good trade condition. As income of the Fund consists of rent and service income mainly earned from customers in the group of retail business, the Fund will fall under common risk factors relating to investment in this business group, and risk from possible decrease in rental rate and rental rate from the group of retail business customers. Thus, the inferior financial position of one or several key tenants or lot of sub-tenants in certain period of time, may significantly have negative effect toward financial position, operating performance, and dividend payment ability of the Fund.

In addition, cancellation or non-renewal of the term of lease agreement of long-term tenants that are one or several key tenants, including Tesco Lotus, Major Cineplex Group Public Company Limited, MK Restaurants Company Limited, Yum Restaurants International (Thailand) Company Limited, that engage business under the name of KFC, Bangkok Bank Public Company Limited, or Kasikornbank Public Company Limited, may negatively affect attractiveness of immovable properties and leasehold rights in immovable properties invested by the Fund in the perception of other tenants or of customers.

4 Future possibility of the Fund to finance external source of capital that may have unacceptable condition or the Fund's possible failure to finance such source of capital

It may be necessary for the Fund to periodically incur expense for investment in decoration and/or repair to retain competitive potential, and maintain the ability to generate income of immovable properties and leasehold rights in immovable properties invested by the Fund. Moreover, the Fund may require a lot of investment funds for use in

investment in immovable properties or leasehold rights in immovable properties additionally invested by the Fund as prescribed in the project and securities law. If the Fund earns net profit in any year, the Fund must pay annual dividend to the unitholders at least in the rate of 90% (or in any percentage rate periodically permitted by securities law for execution) of net profit that can be shared for profit in such year. In case where the Fund earns retained earnings, dividend can be paid to the unitholders from such retained earnings whereas net profit and retained earnings exclude unrealized gain from valuation or review on valuation of immovable properties and leasehold rights in immovable properties invested by the Fund. However, such dividend payment can be performed only if it will not cause the Fund's increase in total accumulated deficit in accounting period of the said dividend payment. Kindly consider additional information in Clause 7 "Requirement, Policy, and Procedure of Dividend Payment to Unitholders" due to the condition of the aforesaid dividend payment. In accompany with policy of dividend payment prescribed by the Fund that it shall pay not less than 90% of net profit that can be shared for profit. Thus, the Fund may fail to use operating cash flow for use as future capital or for use in investment in immovable properties or leasehold rights in immovable properties.

The Fund may be unable to incur additional debts or raise fund in the required period or under condition acceptable by the Fund. The Fund can incur debt no less than 10% of net asset value as specified in the project and securities law. If debt incurs, the Fund shall have duty to settle debt. The debt settlement duty may increase due to future increase in interest rate as the Fund must pay dividend in the rate of no less than 90% of net profit that can be charged for profit in each year. Thus, the Fund may not have adequate cash for debt settlement. In case of the Fund's insolvency, or failure to comply with its warranty, agreement or obligation under credit contract, this results in possible cancellation of credit limit in part or in whole, or may be regarded as cross default with other contract, that may have to pay fine, or may be called for debt settlement before maturity. If the said circumstance occurs either in part or in whole, it may negatively affect the Fund's operation, financial position, and ability to pay dividend to the unitholders.

5 Negative effect toward financial position and operating performance of the Fund from common risk from operation of leasing business for retail space and increase in operating cost, investment expense and other expenses of assets invested by the Fund

The Fund's ability to pay dividend to the unitholders may be affected in case of increase in operating expenses and other expenses not in consistency with increasing income. Other than other factors mentioned in this document, factors that may cause increase in operating cost and other expenses of immovable properties and leasehold rights in immovable properties invested by the Fund, including but not limited to the following matters.

- Revision of laws, rules and regulations or policies of the government that causes extra expense in compliance with the said revised laws, rules or policies
- Cancellation and exemption of corporate income tax collection of the Fund whereas the said tax is estimated from income of immovable properties and leasehold rights in immovable properties invested by the Fund

- Increase in property management fee payable to the Property Manager, and management fee of the Fund payable to the Management Company (that must not exceed the annual rate of 0.30% and 0.16% of net asset value, respectively), and
- Increase in removal, repair and maintenance expenses

In addition, investment expense and other irregular expense may incur with the Fund due to continuous repair and maintenance, causing expensive expenses and possibly incurrence of unpredicted expenses. Thus, incurred expenses and payable period of such expenses will affect cash flows of the Fund. If the immovable properties and leasehold rights in immovable properties invested by the Fund generate inadequate income for operating expenses, debt settlement and investment expenses, or for increase in operating expenses and other expenses that are uncollectible from the tenants of immovable properties and leasehold rights in immovable properties invested by the Fund, income and dividend payment ability of the Fund may significantly have negative effect.

These factors may cause negative effect on value of immovable properties and leasehold rights in immovable properties invested by the Fund, as well as net rental and service income gained from immovable properties and leasehold rights in immovable properties invested by the Fund. The valuation of immovable properties and leasehold rights in immovable properties invested by the Fund reflects such factors. Therefore, value acquired from such valuation may be significantly and negatively fluctuated.

6 Dependency of the Fund on Tesco Lotus in use of the designation of "Tesco", "Lotus", and "Tesco Lotus", and future investment in additional assets under Right of First Refusal

The Fund intends to utilize long acceptable experiences and turnover of Tesco Lotus in property management and development, and designation of "Tesco", "Lotus", and "Tesco Lotus" to attract the famous tenants, retain the tenant relationship, attract customers to visit the shopping malls, as well as maintain and manage immovable properties and leasehold rights in immovable properties invested by the Fund, and seek for investment opportunity. The Fund may select for additional investment in the future in immovable properties and leasehold rights in immovable properties from Tesco Lotus under right of first refusal under agreement of Tesco Lotus with the Fund. Therefore, the Fund will depend on the right to use designation of "Tesco", "Lotus", and "Tesco Lotus" that are well-known designation in retail business under continuous retention of Tesco Lotus. In addition, as the result of audits on over 15 companies from 2007, the competent agency audited Tesco Lotus whether its nature of business operation violates the requirement under Foreign Business Act B.E. 2542 (1999) ("Foreign Business Act") in the matter of shareholding in replacement of foreigner. However, Tesco Lotus believed that Tesco Lotus has complied with and has still complied with Foreign Business Act. Moreover, as far as Tesco Lotus is concerned, none of any supervising agencies (including Ministry of Commerce) have announced to prescribe the guideline for considering the circumstance being regarded as shareholding in replacement of foreigners under Foreign Business Act.

However, if in the future, the said matter will be raised into consideration of the court and if Tesco Lotus is considered by the court's judgment that Foreign Business Act is violated by the business operation, it may affect Tesco Lotus on behalf of the major tenant and the Property Manager of the Fund, and may affect the Fund not to gain benefits including right of first refusal, and right to use designation of "Tesco", "Lotus", and "Tesco Lotus". If the Fund fails to use designation of "Tesco", "Lotus", and "Tesco Lotus", or if Tesco Lotus fails to support matters required by the Fund in the future, the operating performance, and future growth opportunity of the Fund may significantly have negative effect. Due to the aforesaid reason, Tesco Lotus deemed that it is not much likely for the opportunity of occurrence of such effect.

7 Encounter of the Fund and the tenants in some department stores with completion from shopping malls, hypermarkets and other retail stores located in the area where is the location of the same target group, and competition from other retail channels

The shopping malls and hypermarkets are highly competitive for customer attraction. Other types of retail centers have been competitive with the tenants of the Fund to seize customers. This will affect cash flows of the Fund's tenants and affect ability of the tenant to pay rent. The Fund may significantly have negative effect if the competitors better develop, renovate, and decorate their retail space or succeed in attraction of the buyers than immovable properties and leasehold rights in immovable properties invested by the Fund. Moreover, the entrepreneurs that lease the space of the Fund must confront with the continuous changing customer needs and higher competition from other form of retailing such as warehouse sale, purchase and sale via internet, purchase via television. In addition, the tenant's solvency of partial rent depends on income from sales of the tenants. If income from sales of the tenants decreases due to the encounter of these tenants with competition condition, the paid rental rate may be reduced and cash flows of the Fund will be reduced accordingly.

In addition, income and market price of immovable properties and leasehold rights in immovable properties invested by the Fund depend on competitiveness of the said immovable properties compared with other leasing immovable properties.

8 Risk of immovable properties and leasehold rights in immovable properties invested by the Fund from failure of the tenants to renew lease agreement and the risks from losing the Anchor Tenants

Immovable properties and leasehold rights in immovable properties invested by the Fund in some places may encounter with circumstance of expiration of many lease agreements in the same period of time. Number of the renewed lease agreements and calculation of rent are factors affecting income of the Fund. In the period of declining market, the expiration of many lease agreements may lead to rental rate and reducing rental rate, resulting in decrease in rental income, and affecting decrease in income of the Fund. In addition, due to market situation, the tenants may renew lease agreement under the condition of which the Fund gains inferior benefit than the one which has ever been gained from the current existing lease agreement. If new rental rate upon renewal or upon new leasing is significantly below the rate expected to be received, it will negatively affect operating performance and financial position of the Fund. In addition, in case of any tenant's cancellation of lease agreement or non-renewal of lease term, the Management Company is unable

to guarantee that new vacant space is re-leasable by the Fund at the former rental rate. Please consider additional information in Clause 4.2.6 “Expiry Date of Lease Term” in this document for additional information relating to detail of expiring lease agreement of the Fund.

In addition, the termination or non-renewal of the lease of a long-term tenant who is one or more of the main tenants including Tesco Lotus, Major Cineplex Group Plc., MK Restaurant Co., Ltd, Yum Restaurants International (Thailand) Co., Ltd performing the business under the name of KFC, Bangkok Bank Public Company Limited or Kasikorn Bank Public Company Limited may adversely affect the attractiveness of real estate and leasehold properties that the Fund invests in the eyes of other tenants or those customers.

9 Contingent damage or loss in case of non-coverage of immovable properties and leasehold rights in immovable properties invested by the Fund under insurance policy

The Fund provides insurance policy covering both immovable properties and leasehold rights in immovable properties, and liabilities relating to immovable properties and leasehold rights in immovable properties invested by the Fund. The Management Company believes that the coverage condition and sum insured of the Fund are in line with general practice of real estate business in Thailand in accordance with securities law and insurance condition beyond control of the Fund may restrict scope of coverage subject to insurance policy of which the Fund can provide or have acquisition capability under condition of the appropriate rate of insurance premium, defect in design and construction or invisible defect of immovable properties and leasehold rights in immovable properties, or equipment or fault of immovable properties and leasehold rights in immovable properties or equipment or fault of immovable properties and leasehold rights in immovable properties invested by the Fund may cause additional investment of the Fund, have special repair and maintenance expenses, or must reimburse damage or other obligations to the third party, and may not be covered from insurance policy. Moreover, the Fund is exposed to potential risk from legal proceedings or claim by customers, contractors, or service users in immovable properties and leasehold rights in immovable properties invested by the Fund due to various causes such as possible occurrence of accident or injury while being in immovable properties or leasehold rights of immovable properties invested by the Fund, failure of the tenant to utilize immovable properties or leasehold rights in immovable properties invested by the Fund under lease condition, failure of the Fund to perform its duties under lease agreement, construction agreement or other agreements entered with contractor, tenant, or third party. Furthermore, some losses or damages such as natural disaster, terrorism, disease outbreak, or any loss as the result of such matter, may not be insured or insurance premium may be too high for insuring reasonableness, resulting in possible insurance of the Fund by paying extra insurance premium or reducing coverage. In addition, upon occurrence of gross damage, the coverage under insurance policy available by the Fund may be inadequate for reimbursement of damage as claimed or complete based on market value or in full value of replacement cost to be equal to investment funds of the Fund or paid by the tenants. Moreover, some losses may not be entirely insured. Therefore, the Fund may lose capital in part or in whole invested by immovable properties and leasehold rights in immovable properties invested by the Fund, including future realizable income from immovable properties and leasehold rights in immovable properties invested by the Fund. However, the Fund may have duty to comply with debt obligation or other financial obligations relating to immovable properties and leasehold rights in immovable properties invested by the Fund.

In addition, insurance policy of the Fund and coverage condition shall be subject to future renewal and negotiation. Therefore, the Management Company is unable to guarantee that the Fund will be protected subject to

proper business condition in the future. The significant extra insurance premium or reducing coverage will negatively affect operating performance, financial position, and ability to pay dividend to the unitholders. Please consider detail of insurance policy relating to immovable properties and leasehold rights in immovable properties additionally invested by the Fund in Clause 4.6 "Insurance".

10 Possible defect of immovable properties and leasehold rights in immovable properties invested by the Fund, or possible breach of laws and regulations, or other possible faults

Other than being disclosed in this document, breakdown or defect requiring repair or maintenance (including the matters of design, construction or other invisible breakdown or defect of immovable properties and leasehold rights in immovable properties, or equipment of immovable properties or leasehold rights in immovable properties invested by the Fund that may require additional investment expense, or require special repair or maintenance expense) of immovable properties and leasehold rights in immovable properties that are invested by the Fund or will be invested in this time was not found by the Management Company. However, the Management Company is unable to guarantee on none of breach of laws and regulations or none of other defects relating to immovable properties and leasehold rights in immovable properties invested by the Fund. According to the execution in breach of laws and regulations or the said unknown breakdown or defect, it may result in the Fund's obligation and liability, including duty in compliance with order of the supervising agencies, significant requirement for additional investment or obligation toward third party that incurs expense in not forecasted nature and amount that may significantly have negative affect on income, cash flows, and management of immovable properties and leasehold rights in immovable properties of the Fund.

The report of the specialist employed by the Management Company in valuation of immovable properties and leasehold rights in immovable properties invested by the Fund, including the report of technical consultant and the report of valuation of immovable properties and leasehold rights in immovable properties, are limited in scope of working. Such reports may be in error and faulty possibly due to difficulty or impossibility to exactly inspect some breakdowns or defects of the building subject to limitation of scope of inspection, technology or technique applied, and other factors that expense or liability as the result of the said event may incur with the Fund. Warranty, assurance, and agreement of liability and reimbursement entered by Tesco Lotus and the owner of asset that is not the related party of Tesco Lotus to the Fund shall be subject to limitation relating to scope, amount, and duration of claim that can be performed. Thus, the Management Company is unable to guarantee that the Fund is entitled to be reimbursed for damage under the said warranty, assurance and agreement of any liability and reimbursement for damage occurred with the Fund as the result of investment in immovable properties and leasehold rights in immovable properties.

11 Possible obstruction of traveling to immovable properties or leasehold rights in immovable properties invested by the Fund due to construction of basic public utility system in transportation under implementation or under implementation planning, and renovation projects adjacent to immovable properties or leasehold rights in immovable properties invested by the Fund, or possible incompleteness of construction and possible recall of the Government on right to utilize the government land such as entrance of immovable properties and leasehold rights in immovable properties

Basic public utility in transportation adjacent to immovable properties or leasehold rights in immovable properties invested by the Fund such as BTS stations and MRT stations, bus interchange point, expressway, and access road of some immovable properties or leasehold rights in immovable properties invested by the Fund, create convenience to

access the said immovable properties or leasehold rights in immovable properties. In addition, assets used as gateway of immovable properties invested by the Fund in some projects which are located on the government lands, whereas the Fund is entitled to exercise the right to utilize the said government land in indefinite period, the Management Company is unable to guarantee that the said facilities and basic public utilities will be closed, relocated or the construction and improvement will not delay or completed based on plan, or not obstruct traffic in the said area, or the government shall not recall the right to utilize the government land. However, closure, relocation, delay, incompleteness of execution, obstruction or right to utilize the recalled government land may affect travelling into immovable properties or leasehold rights in immovable properties invested by the Fund, or may result in inability to improve or must arrange gateway of immovable properties or leasehold rights in immovable properties invested by the Fund that may negatively affect customer travelling, attractiveness, and selling point of immovable properties or leasehold rights in immovable properties invested by the Fund in the perception of the tenants, as well as travelling to access the project, and may have negative effect toward financial position and operating performance of the Fund, resulting in the reducing ability of the Fund to pay dividend to the unitholders.

In addition, the Management Company is unable to guarantee that the building located in the area adjacent to immovable properties or leasehold rights in immovable properties invested by the Fund will not be removed, newly developed or improved for utilization in other means; and is unable to guarantee that there will not be new building construction or land development adjacent to immovable properties or leasehold rights in immovable properties invested by the Fund. This may periodically affect immovable properties or leasehold rights in immovable properties invested by the Fund. Any area development, improvement, construction or land development (possibly requiring temporary closure of passage or road) may reduce number of possessors, tenants or service users in the affected area of immovable properties or leasehold rights in immovable properties invested by the Fund, resulting in reduction of rental income from immovable properties or leasehold rights in immovable properties invested by the Fund in the said affected part. For this reason, newly development, improvement, construction or development of the said land may significantly have negative effect on financial position and operating performance of the Fund.

12 Possible negative effect on income of the Fund from natural disaster and other force majeure, terrorism, and war

Several risks such as natural disaster or other force majeure in the area of immovable properties and leasehold rights in immovable properties invested by the Fund and areas with large number of customers, may result in reduction of spending and tourism, and decrease in requirement for renting space for commercial business operation, for instance, big flood in Thailand occurred during September to November 2011, that negatively affected immovable properties of the existing projects and immovable properties of some new projects, and nearby area surrounding to the area of such immovable properties, as well as created damage to dwellings. This resulted in interruption of goods transportation and overdue rental payment. In addition, war, terrorism, political unrest, civilian strike, and other political uncertainties that actually occur or are threatened. The similar effect may be caused and any or several circumstances may reduce demand in immovable properties and leasehold rights in immovable properties invested by the Fund or income of the Fund earned by immovable properties and leasehold rights in immovable properties invested by the Fund, possibly and significantly having negative effect on the Fund's operation, financial position, and dividend payment ability.

13 Possible major repair and renovation of immovable properties or leasehold rights in immovable properties invested by the Fund, resulting in requirement for temporary closure of some areas of shopping malls and negatively affecting financial position and operating performance of the Fund

The major repair and renovation of immovable properties or leasehold rights in immovable properties invested by the Fund must be periodically performed for modernity in consistency with customer need style, and for attraction of customers to regularly use services of immovable properties and leasehold rights in immovable properties invested by the Fund. The general regular repair or maintenance should not affect operating performance of the Fund. However, it may be necessary for the major repair or renovation (particularly non-ordinary course of business operation) to change both internal and external appearance of immovable properties or leasehold rights in immovable properties invested by the Fund, as well as significant change in work system. Some areas of such major repair or renovation may be temporarily closed. The said area closure may affect the loss of rental income in affected area or cause the tenant's cancellation of lease agreement or non-renewal of lease agreement. Thus, if it is necessary for major repair or renovation of immovable properties or leasehold rights in immovable properties invested by the Fund, it may have negative effect on financial position and operating performance of the Fund.

14 Value of immovable properties and leasehold rights in immovable properties invested by the Fund based on valuation of the asset valuation company is not an indication of intrinsic value of immovable properties and leasehold rights in immovable properties and it is unable to guarantee that selling price of immovable properties or leasehold rights in immovable properties will be in line with valuation either at present or in the future.

In general valuation of immovable properties and leasehold rights in immovable properties, factors and some intangible factors relating to assets such as market situation, financial strength, competitiveness, and asset condition, shall be considered. Event causing future change in such factors may occur due to some event or all events which are the assumptions may not occur as forecasted or unpredicted event or situation may occur. Thus, the Management Company is unable to guarantee that the setting assumption will occur as forecasted. The selling price of the Fund for immovable properties or leasehold rights in immovable properties invested by the Fund in the future may be below the value determined by the asset valuation company or below the price invested by the Fund in such immovable properties or leasehold rights in immovable properties.

15 Negative effect on the Fund's profit and loss, net asset value and ability to pay dividend from reduction of fair value of immovable properties and leasehold rights in immovable properties invested by the Fund

The financial reporting standard prescribes that fair value must be used in bookkeeping of assets both of immovable properties and leasehold rights in immovable properties possessed by the Fund. Any change in fair value must be recorded in profit and loss of the Fund. Therefore, decreasing fair value of immovable properties and leasehold rights in immovable properties invested by the Fund will cause negative effect on the Fund's profit and loss, net asset value, and ability to pay dividend.

16 Possible conflict of interests of the Fund with Tesco Lotus on purchase and lease of immovable properties

Tesco Lotus, Tesco Lotus' subsidiaries and associates, engage the business of investment and development, management and leasing retail space in Thailand and other places. Due to such reason, the event causing conflict of interests between the Fund, Tesco Lotus (or Tesco Lotus' subsidiaries or associates) relating to purchase or lease of immovable properties may occur. However, even though Tesco Lotus agrees not to construct shopping malls for competition with shopping malls of the Fund in accordance with the condition prescribed in contract and agreement mutually entered. In the future, Tesco Lotus may invest in other property funds or invest in other immovable properties that may cause conflict of interests between the Fund and Tesco Lotus. Therefore, the Management Company is unable to guarantee that the Fund's benefit will not be in conflict with or inferior to Tesco Lotus' benefit in such situation.

17 Uncertainty of leasehold rights in immovable properties invested by the Fund in some places that are leasehold rights consisting of land lease agreements, and immovable properties in some places invested by the Fund under partial land ownership of the Fund and partial leasehold right in land for one or more land lease agreements

Leasehold rights in immovable properties invested by the Fund in some places consist of land lease agreements or immovable properties in some places invested by the Fund, that are immovable properties under partial land ownership of the Fund and partial leasehold right in land for one or more land lease agreements by several tenants. In case of expiration of one or several lease agreements or cancellation of the agreement, it will affect the right to operate the Fund's shopping mall business, and operating performance, financial position, and ability to pay dividend may be negatively affected.

18 Risk exposure of general investment in immovable properties

Investment in immovable properties exposes to various fields of risks includes (1) negative change in politics and economic condition, (2) negative situation of domestic real estate market, (3) financial position of the purchaser and seller of immovable properties, (4) change of source of loan or capital that may result in failure to finance source of capital for use in investment in immovable properties under good condition, or failure to finance any source of capital, (5) change in interest rate and other operating expenses, (6) alteration of laws or regulations in environment, city planning law, and other regulations of the government, as well as fiscal policy, (7) claim for environmental responsibility relating to immovable properties, (8) change in market price of rental rate, (9) change in price of oil and other fuels, (10) change in preference in type of immovable properties and location leading to availability of excess rental space over need, or possible decrease in need of the tenants in any market for some types of immovable properties, (11) competition of the immovable property owner in acquisition of tenants, possibly leading to space vacancy or space which is unable to be leasable under good condition, (12) act of the tenant that may affect business and reputation of the tenants, (13) failure to renew the term of lease agreement or leasing out space upon expiration of the term of lease agreement, (14) failure to collect rent from the tenant within the specified period or failure to collect due to the tenant's bankruptcy or insolvency or in other cases, (15) inadequacy of coverage under the existing insurance policy or increase in insurance premium, (16) failure of the Property Manager to adequately provide service or procure service provision relating to maintenance

and other service provision, (17) breakdown of immovable properties requiring remedy or repair and maintenance of immovable properties that generate unpredicted investment expense, (18) liquidity of investment in immovable properties, (19) huge dependency of cash flows in maintenance and renovation of the existing immovable properties, (20) increase in operating expenses and tax, (21) gain and loss or commitments that are unable to be detected or disclosed from land inspection at the related Land Office at the time of inspection, (22) force majeure, damage that is unable to be insured, and other factors, and (23) change in laws and rules in tax and other fields.

The aforesaid various factors may cause fluctuation of occupancy rates, rental rate or operating expenses that will negatively affect value of immovable properties and income received from immovable properties.

Annual valuation of immovable properties and leasehold rights in immovable properties invested by the Fund will reflect the said factors, and result in increase or decrease in value of immovable properties and leasehold rights in immovable properties. Value of immovable properties and leasehold rights in immovable properties invested by the Fund may significantly reduce in case of sudden bear crisis of immovable property price or of economy in Bangkok, and cities or provinces in Thailand where are the current and future locations of immovable properties and leasehold rights in immovable properties invested by the Fund.

19 The Fund's possible negative effect on illiquidity of investment in invested immovable properties and lack of other alternative in utilization of immovable properties invested by the Fund

The Fund has mainly invested and will invest in immovable properties and leasehold rights in immovable properties, and related assets of immovable properties. Generally, the investment in immovable properties or leasehold rights in immovable properties particularly investment in immovable properties with high value, that are invested by the Fund under investment intention, will rarely be liquid. Such illiquidity may affect the ability of the Fund to adjust investment portfolio or ability to change some part of immovable properties or leasehold rights in immovable properties into cash to support change of economic situation, real estate market, and other factors. For instance, the Fund may be unable to sell immovable properties and leasehold rights in immovable properties invested by the Fund within short period of time or may be pressured for huge discount of price for salability in rapid period. Moreover, the Fund may encounter with problem in financing source of loan in immediate period and subject to good commercial condition in case where it is borrowing of money that uses immovable properties to be collateral due to illiquidity of asset in type of immovable property. In addition, immovable properties and leasehold rights in immovable properties invested by the Fund may be unable to quickly change the nature of utilization. If those immovable properties or leasehold rights in immovable properties invested by the Fund are unable to generally generate profit due to competition situation, age, declining need volume, or other factors, the change in nature of utilization of immovable properties and leasehold rights in immovable properties invested by the Fund must be additionally invested. These factors may affect the Fund's financial position and operating performance, and negatively affect ability of the Fund to pay dividend to the unitholders.

20 Strategy of the Fund in investment in immovable properties or leasehold rights in immovable properties used for retail business operation leading to higher risk compared with other types of the mutual fund with more variety of investment modes

The core strategy of investment in immovable properties or leasehold rights in investment properties used in retail business operation will cause risk exposure of the Fund from focus on investment in immovable properties. The level of risk may be higher compared with other types of mutual fund with more variety of investment modes than other fields of businesses.

The focus on investment in immovable properties or leasehold rights in investment properties used for retail business operation cause risk exposure of the Fund in case of bear crisis or adverse event of Thailand retail business. The said bear crisis may lead to reduction of occupancy rates of immovable properties and leasehold rights in immovable properties invested by the Fund or assets relating to immovable properties available by the Fund. This will affect income of the Fund received from immovable properties and leasehold rights in immovable properties invested by the Fund, and/or result in decrease in net asset value, negatively effect on amount of dividend that will be paid to the unitholders and/or operating performance and financial position of the Fund.

21 Possible expropriation of immovable properties and leasehold rights in investment properties that are invested by the Fund or will be invested

The immovable properties and leasehold rights in immovable properties that are invested by the Fund or will be invested by the Fund expose to risk, and may be expropriated under government policy. Compensation that may be received due to damage from expropriation may be lesser than net asset value based on the account of the Fund. Therefore, such expropriation may negatively affect the Fund's financial position and operating performance, and negatively affect the Fund's ability to pay dividend to the unitholders.

22 Possible reduction of trading price of investment units in secondary market below offer of investment units

Trading price of investment units in secondary market after offering for sale of investment units may be traded in very low price in comparison with offer of investment units.

Trading price of investment units depends on various factors, including the following factors.

- Viewpoint of operating potential and investment of the Fund, and real estate market in Thailand
- Difference between actual financial position and operating performance of the Fund and forecast by investors and analysts
- Change in advice or estimate of the analyst
- Change in general economic condition or market situation
- Market price of immovable properties and leasehold rights in immovable properties invested by the Fund
- Attractiveness of investment units compared with other equity securities including other investment units which are not in real estate business

- Balance between demand and supply in investment units
- Sale or intention to sell large number of investment units by the unitholder
- Size and future liquidity of the property fund market in Thailand
- Future change in structure, criteria, and tax burden both in general and specific case in case of the property fund in Thailand, and domestic and foreign investment
- Operating failure of the Fund in accordance with investment strategy and business expansion
- Market fluctuation including sluggishness of capital market and increase in interest rate

According to the aforesaid factors, investment units may be traded in secondary market in higher or lower price than offer of investment units. In addition, in case where the Fund collects some profit as capital for objective of additional investment, for reservation as working capital, or for other objectives. Even though net asset value of the Fund is more than net asset value of the Fund in case of non-retention of profit to be capital reserve, it may not cause increase in market price of investment units accordingly. The Fund's failure to execute in accordance with expectation of market in term of profit and dividend, it may cause negative effect on market price of investment units.

The Management Company is unable to guarantee investment unit which is not financial product with principal protection that the unitholder will be refunded for the whole amount of investment fund. In case of cancellation of the Fund or liquidation of the Fund, it is possible that the investors may lose their investment funds in investment units in part or in whole. In addition, the unitholders may have tax burden relating to investment or trading of investment units in case of revision on laws and rules on tax or other related areas.

23 Possible failure of the Fund to pay dividend for investment units or failure to maintain level of dividend payment

Income received from investment in immovable properties and leasehold rights in immovable properties depend on various factors including rental amount received, operating expenses and other incurred expenses. In case of failure to generate adequate income from immovable properties and leasehold rights in immovable properties invested by the Fund and other assets that may be subsequently acquired or possessed by the Fund, and failure of the Fund to finance source of loan within the time at reasonable financial cost, these will cause negative effect on income, cash flows, and ability of the Fund to pay dividend.

Thus, the Management Company is unable to guarantee that the Fund is able to pay dividend or maintain the level of dividend payout ratio in accordance with the established dividend payment policy, and unable to guarantee that the level of dividend will be subsequently increased or rent from leasing immovable properties or leasehold rights in immovable properties invested by the Fund will be increased, or immovable properties and leasehold rights in unoccupied immovable properties are leasable, or rental income in part of expanded immovable properties or leasehold rights in immovable properties or immovable properties or leasehold rights in immovable properties that will be acquired in the future, will increase income for the Fund and may be paid as dividend to the unitholders accordingly.

24 Failure of the unitholders to redeem investment units for the Management Company

As the Fund is closed-end property fund and the unitholders are unable to redeem their investment units to the Management Company. Therefore, it is not guaranteed that the unitholders can sell their unitholders in purchasing price of investment unit, or sell in any price, and it is not guaranteed that investment units can be sold. However, the unitholders can purchase and sell investment units via Stock Exchange only.

25 Possible negative effect of future sale of investment units on market price of investment units

Market price effect (if any) of investment units from future sale of investment units or future availability of investment units for sale is unpredictable. After this offering for sale of investment units, Tesco Lotus shall hold investment units around 25% of total sold investment units (whereas Tesco Lotus and the asset owners that are not related parties of Tesco Lotus, and the group of the same parties of such parties can hold total investment units in proportion of no more than one-third of total sold investment units of the Fund). Even though Purchase and Sale Agreement of Investment Units, and Underwriting Agreement contains the agreement on prohibition to sell investment units of Tesco Lotus but it is not guaranteed that investment units will not be sold by other parties in significant number or Tesco Lotus (or subsidiary of Tesco Lotus) will not sell investment units upon termination of the agreement on prohibition to sell such investment units.

It is understood by Tesco Lotus or any other unitholders that the sale of investment units in significant number after this offering for sale of investment units will occur, and may have negative effect on market price of investment units.

However, the unitholders should study all related risk factors in accordance with Prospectus of the Fund altogether.

26 Risk from indirect investment through holding less than 99 percent of the Company

-None-

5) Legal Dispute and Restrictions on the Use of Real Estate Assets

-None-

6) Other Significant Information

-None-

Part 3 Management and Corporate Governance

7) Investment Units and Unitholders Information

7.1 Information of investment units, securities, and instruments issued by the Fund

7.1.1 Detail of capital for the project, par value, number, type and price of units offered for sale, first day offer, present registered capital amount (if any)

present unit value

(1) Project capital	:	25,952,862,942.40 Baht
(2) Par value	:	10.1948 Baht
(3) Type of Investment Units	:	Specifying unitholder's name
(4) Number of Investment Units	:	2,337,282,928.0000 Units
NO. of Units before the 1st Capital Increase	:	1,770,000,000.0000 Units
Increasing of Investment Units in the 1st Capital Increase	:	567,282,928.0000 Units
(5) Offer Price of Units before the 1st Capital Increase	:	10.40 Baht
Offer Price of Units in the 1st Capital Increase	:	13.30 Baht
(6) Registered Capital as at 28 FEB 2023	:	25,493,674,665 Baht
(7) NAV as at 28 FEB 2023	:	12.0970 Baht / Unit

7.1.2 Information of securities price such as closing price (at year-end or opening date of accounting period), maximum price, minimum price, Market Capitalization, Average Annual Trade Volume, NAV of the Fund as at the beginning date of the year and the ending date of the year, etc.

Closing Price at Feb 28, 2023	:	14.00 Baht / Unit
Market Capitalization	:	32,721,960,992 Baht
Trade Volume	:	11,887,441 Baht
NAV of the Fund as at 28 FEB 2022	:	12.5931 Baht / Unit
NAV of the Fund as at 28 FEB 2023	:	12.0970 Baht / Unit

7.1.3 In case where the Fund classifies investment units into various share classes, the detail of each share class with different right and return benefit shall be specified.

-None-

7.1.4 In case where the Fund reduces registered capital or reduces investment unit value, the detail of each reduction of registered capital shall be specified at least as per the following details.

(a) Reason of Registered Capital Reduction

The Management Company shall pay excess liquidity from transaction of deferred expenses which are amortized for payment caused from issuing and offering expense of investment units and land rent deducted with rental and service income in unrealized part as cash flow.

(b) Registered capital amount and registered capital amount per investment unit in each reduction (in accordance with Table of Historical Record of Capital Reduction under Topic 7.4.2 Historical Record of Dividend Payment, Capital Increase and Capital Reduction).

(c) Book Closing Date and Unitholder Refund Distribution Date (in accordance with Table of Historical Record of Capital Reduction under Topic 7.4.2 Historical Record of Dividend Payment, Capital Increase, and Capital Reduction).

7.2 In case where the Fund issues securities which are debt instruments (such as debentures or REIT BOND), the significant nature of such securities shall be described, such as type, non-redeeming value, maturity date, guarantee, other essential conditions at the end of the accounting year and last credit rating of REIT bond or guarantor of debt settlement in accordance with instrument (if any) as the case may be.

- None -

7.3 Information of the unitholders

7.3.1 The group of top ten unitholders specifies number of units and percentage compared with invested units.

Name List of Top Ten Unitholders

Book Closing Date on Jan 31, 2023

No	Unit Holder Name	Balance Unit	%
1	EK CHAI DISTRIBUTION SYSTEM CO. LTD.	584,321,250	25.00
2	THE GOVERNMENT PENSION FUND	190,456,639	8.15
3	SOCIAL SECURITIES OFFICE	180,865,610	7.74
4	BANGKOK LIFE ASSURANCE PUBLIC COMPANY LIMITED	128,577,500	5.50
5	TMB East Spring Property and Infrastructure Income Plus Flexible Fund	97,172,600	4.16
6	K Property Infra Flexible Fund	62,559,600	2.68
7	PRINCIPAL PROPERTY INCOME FUND	55,229,184	2.36
8	SCB PROPERTY AND INFRASTRUCTURE FLEXIBLE FUND	51,282,200	2.19
9	MAHIDOL UNIVERSITY	34,196,583	1.46
10	MFC PROPERTY DIVIDEND FUND	27,497,828	1.18
	Total Units	1,412,158,994	60.42

7.3.2 Major Unitholders (holding investment units from 10% and more by grouping of the same parties)

- Ek-Chai Distribution System Company Limited holds investment units for 25%.

7.3.3 Group of Major Unitholders of the Fund/Trust whereas the circumstance significantly influences determination of management or operation policy of the Management Company/Trust Manager such as delivery of personnel to be the director with management power.

-None-

7.4 Return payment of the Fund

7.4.1 Specify policy of return payment of the Fund/Trust paid to the unitholders both in form of dividend and reduction of registered capital.

Dividend Payment Policy :

Requirement, policy and procedure of dividend payment to the unitholders

The unitholders that are entitled to receive dividend shall be unitholders whose names are in Book of the Unitholders' Registration in Book Closing Date for dividend payment. Each unitholder is entitled to receive dividend in the holding proportion of his/her/it investment unit.

The fund has a policy to pay dividends to unitholders no more than 4 times a year, which will be paid on quarterly basis, as specified in the fund scheme and related regulations as follows:

(1) Pay dividends to unitholders of not less than 90% of the adjusted net profit of each fiscal year within 90 days from the end of the fiscal year or the end of the accounting period in which dividends are paid, as the case may be. Adjusted net profit shall mean net profit less reserve items specifically for the following purposes:

(a) Repair, maintenance or improvement of the fund's properties in accordance with the plan clearly specified in the fund scheme and prospectus, annual information disclosure form annual report or any document that the management company has notified the unitholders in advance.

(b) Repayment of loans or obligations of the fund in accordance with the borrowing policy clearly stated in the fund scheme and prospectus, annual information disclosure form annual report or any document that the management company has notified the unitholders in advance.

(c) Dividend payment to unitholders that entitles them to receive returns or the first return of capital (if any).

(2) In consideration of dividend payment to unitholders, the management company shall consider the necessity of maintaining the fund's cash appropriately in accordance with the related regulations prescribed by the SEC.

(3) The management company is prohibited from borrowing to pay dividends to unitholders.

(4) In case the fund still has accumulated losses, the management company is prohibited from paying dividends.

In the case where the management company is unable to pay dividends to the unitholders of the fund under (1), the fund supervisor and the management company shall explain to the SEC for the necessary reasons in

accordance with the related regulations prescribed by the SEC as well as disclose to the unitholders of the fund at the annual general meeting.

In dividend payment, the Management Company shall pay such dividend to the unitholders within 90 (ninety) days from the ending date of the accounting period, or in case of interim dividend payment within 90 (ninety) days from Closing Date of Book of the Unitholders' Registration for dividend payment in case of the Management Company's failure to pay dividend in such period of time. The Management Company shall notify the unitholders and the Office of the SEC for written acknowledgement.

Supplementary conditions:

In considering dividend payment, if value of dividend declared for payment to investment units during accounting year is below or equal to 0.10 Baht, the Management Company reserves its right not to pay dividend in that time, and carry forward to simultaneously pay dividend in the ending period of the accounting year as prescribed by procedure and rule.

In respect to rule of dividend payment, the Management Company shall execute in accordance with the specified rule unless otherwise revised, added, announced, prescribed, ordered, consented, and/or respite by the SEC, Capital Supervisory Board, Office of the SEC, and/or any other agencies that have legal power. The Management Company shall take action accordingly and after the Management Company has taken action accordingly, it shall be deemed that the unitholders have given consent.

Reduction of registered capital :

The fund has a history of reducing its registered capital from excess liquidity, consequently to the fund has deferred expenses which are gradually written off. In addition, the fund scheme has specified that the management company can use its discretion to consider reducing the registered capital from such a case.

7.4.2 Historical record of dividend payment, and capital refund for at least five retroactive years.

**Historical record of dividend distribution,
Capital increase and capital reduction**

Historical record of dividend payment

No.	Operating period	Dividend (Baht)		Book closing	Payment Date
		Amount	Per unit		
1	13 MAR 2012 - 31 MAY 2012	238,241,999.98	0.1346	31 JUL 2012	15 AUG 2012
2	1 JUN 2012 - 31 AUG 2012	291,341,999.90	0.1646	6 NOV 2012	21 NOV 2012
3	1 SEP 2012 - 30 NOV 2012	283,200,000.00	0.1600	30 NOV 2012	15 JAN 2013
4	1 DEC 2012 - 28 FEB 2013	410,954,449.69	0.1801	30 APR 2013	20 MAY 2013
5	1 MAR 2013 - 31 MAY 2013	403,885,088.61	0.1778	31 JUL 2013	15 AUG 2013
6	1 JUN 2013 - 31 AUG 2013	389,841,489.78	0.1708	6 NOV 2013	21 NOV 2013
7	1 SEP 2013 - 30 NOV 2013	371,827,488.14	0.1630	31 JAN 2014	17 FEB 2014
8	1 DEC 2013 - 28 FEB 2014	422,173,877.76	0.1851	30 APR 2014	19 MAY 2014

No.	Operating period	Dividend (Baht)		Book closing	Payment Date
		Amount	Per unit		
9	1 MAR 2014 - 31 MAY 2014	423,282,869.60	0.1856	29 JUL 2014	14 AUG 2014
10	1 JUN 2014 - 31 AUG 2014	433,564,172.48	0.1900	31 OCT 2014	17 NOV 2014
11	1 SEP 2014 - 30 NOV 2014	437,071,912.23	0.1870	30 JAN 2015	16 FEB 2015
12	1 DEC 2014 - 28 FEB 2015	423,281,938.90	0.1811	30 APR 2015	18 MAY 2015
13	1 MAR 2015 - 31 MAY 2015	481,480,283.87	0.2060	31 JUL 2015	17 AUG 2015
14	1 JUN 2015 - 31 AUG 2015	488,492,136.09	0.2090	30 OCT 2015	16 NOV 2015
15	1 SEP 2015 - 30 NOV 2015	508,592,766.54	0.2176	29 JAN 2016	15 FEB 2016
16	1 DEC 2015 - 28 FEB 2016	511,864,965.21	0.2190	29 APR 2016	18 MAY 2016
17	1 MAR 2016 - 31 MAY 2016	508,592,765.13	0.2176	29 JUL 2016	15 AUG 2016
18	1 JUN 2016 - 31 AUG 2016	504,151,927.57	0.2157	31 OCT 2016	14 NOV 2016
19	1 SEP 2016 - 30 NOV 2016	492,932,969.52	0.2109	31 JAN 2017	16 FEB 2017
20	1 DEC 2016 - 28 FEB 2017	502,048,372.93	0.2148	28 APR 2017	17 MAY 2017
21	1 MAR 2017 - 31 MAY 2017	497,607,535.37	0.2129	31 JUL 2017	16 AUG 2017
22	1 JUN 2017 - 31 AUG 2017	502,515,829.52	0.2150	31 OCT 2017	15 NOV 2017
23	1 SEP 2017 - 30 NOV 2017	501,347,188.06	0.2145	31 JAN 2018	15 FEB 2018
24	1 DEC 2017 - 28 FEB 2018	525,187,473.92	0.2247	30 APR 2018	15 MAY 2018
25	1 มี.ค 2018 - 31 MAY 2018	538,276,258.32	0.2303	31 JUL 2018	15 AUG 2018
26	1 JUN 2018 - 31 AUG 2018	525,421,202.21	0.2248	31 OCT 2018	15 NOV 2018
27	1 SEP 2018 - 30 NOV 2018	514,202,244.16	0.2200	31 JAN 2019	15 FEB 2019
28	1 DEC 2018 - 28 FEB 2019	525,654,930.51	0.2249	30 APR 2019	15 MAY 2019
29	1 MAR 2019 - 31 MAY 2019	539,678,628.00	0.2309	31 JUL 2019	15 AUG 2019
30	1 JUN 2019 - 31 AUG 2019	528,693,398.00	0.2262	30 OCT 2019	13 NOV 2019
31	1 SEP 2019 - 30 NOV 2019	518,643,082.00	0.2219	29 JAN 2020	14 FEB 2020
32	1 DEC 2019 - 29 FEB 2020	597,409,516.00	0.2556	28 APR 2020	18 MAY 2020
33	1 MAR 2020 - 31 MAY 2020	296,367,475.27	0.1268	29 JUL 2020	14 AUG 2020
34	1 JUN 2020 - 31 AUG 2020	442,681,386.56	0.1894	26 OCT 2020	12 NOV 2020
35	1 SEP 2020 - 30 NOV 2020	456,868,691.94	0.1955	29 JAN 2021	15 FEB 2021
36	1 DEC 2020 - 28 FEB 2021	438,941,733.88	0.1878	28 APR 2021	19 MAY 2021
37	1 MAR 2021 - 31 MAY 2021	419,074,828.99	0.1793	29 JUL 2021	16 AUG 2021
38	1 JUN 2021 - 31 AUG 2021	324,648,598.70	0.1389	28 OCT 2021	16 NOV 2021
39	1 SEP 2021 - 30 NOV 2021	401,778,935.32	0.1719	1 FEB 2022	15 FEB 2022
40	1 DEC 2021 - 28 FEB 2022	437,773,092.41	0.1873	29 APR 2022	20 MAY 2022
41	1 MAR 2022 - 31 MAY 2022	477,273,172.67	0.2042	2 AUG 2022	16 AUG 2022

No.	Operating period	Dividend (Baht)		Book closing	Payment Date
		Amount	Per unit		
42	1 JUN 2022 - 31 AUG 2022	475,403,348.72	0.2034	31 OCT 2022	15 NOV 2022
43	1 SEP 2022 - 30 NOV 2022	476,338,262.62	0.2038	31 JAN 2023	14 FEB 2023
44	1 DEC 2022 - 28 FEB 2023	506,722,938.79	0.2168	8 MAY 2023	22 MAY 2023

Historical record of capital increase

No.	Capital increase date	Before capital increase		Increased registered capital amount		Registered capital amount after capital increase	
		Amount	Number of units	Amount	Number of units	Amount	Number of units
1	3 DEC 2012	18,344,280,000	1,770,000,000	7,544,862,942.40	567,282,928	25,889,142,942.40	2,337,282,928

Historical record of capital reduction

No.	Operating performance period	Registered capital amount before capital reduction		Decreased registered capital amount		Registered capital amount after capital reduction		Book closing date	Payment date
		Amount	Per Unit	Amount	Per Unit	Amount	Per Unit		
1	13 MAR 2012- 31 MAY 2012	18,408,000,000.00	10.4000	28,320,000.00	0.0160	18,379,680,000.00	10.3840	31 JUL 2012	16 AUG 2012
2	1 JUN 2012 - 31 AUG 2012	18,379,680,000.00	10.3840	35,400,000.00	0.0200	18,344,280,000.00	10.3640	6 NOV 2012	22 NOV 2012
3	1 DEC 2012 - 28 FEB 2013	25,889,142,942.40	10.3640	48,849,213.20	0.0209	25,840,293,729.20	10.3431	30 APR 2013	21 MAY 2013
4	1 MAR 2013 - 31 MAY 2013	25,840,293,729.20	10.3431	39,032,625.55	0.0167	25,801,261,103.65	10.3264	31 JUL 2013	16 AUG 2013
5	1 JUN 2013 - 31 AUG 2013	25,801,261,103.65	10.3264	39,733,815.10	0.0170	25,761,527,288.55	10.3094	6 NOV 2013	22 NOV 2013
6	1 SEP 2013 - 30 NOV 2013	25,761,527,288.55	10.3094	38,565,171.47	0.0165	25,722,962,117.08	10.2929	31 JAN 2014	18 FEB 2014
7	1 DEC 2013 - 28 FEB 2014	25,722,962,117.08	10.2929	37,396,527.36	0.0160	25,685,565,589.72	10.2769	30 APR 2014	20 MAY 2014
8	1 MAR 2014 - 31 MAY 2014	25,685,565,589.72	10.2769	38,331,438.75	0.0164	25,647,234,150.97	10.2605	29 JUL 2014	15 AUG 2014
9	1 JUN 2014 - 31 AUG 2014	25,647,234,150.97	10.2605	38,331,438.79	0.0164	25,608,902,712.18	10.2441	31 OCT 2014	18 NOV 2014
10	1 SEP 2014 - 30 NOV 2014	25,608,902,712.18	10.2441	37,863,981.53	0.0162	25,571,038,730.65	10.2279	30 JAN 2015	17 FEB 2015
11	1 DEC 2014 - 28 FEB 2015	25,571,038,730.65	10.2279	40,201,267.71	0.0172	25,530,837,462.94	10.2107	30 APR 2015	19 MAY 2015
12	1 MAR 2015 - 31 MAY 2015	25,530,837,462.94	10.2107	14,491,152.35	0.0062	25,516,346,310.59	10.2045	31 JUL 2015	18 AUG 2015
13	1 JUN 2015 - 31 AUG 2015	25,516,346,310.59	10.2045	19,165,718.99	0.0082	25,497,180,591.60	10.1963	30 OCT 2015	17 NOV 2015
14	1 SEP 2015 - 30 NOV 2015	25,497,180,591.60	10.1963	3,505,926.69	0.0015	25,493,674,664.91	10.1948	29 JAN 2016	16 FEB 2016

Reason of registered capital reduction : Excess liquidity from transaction of deferred expense

8) Managerial structure

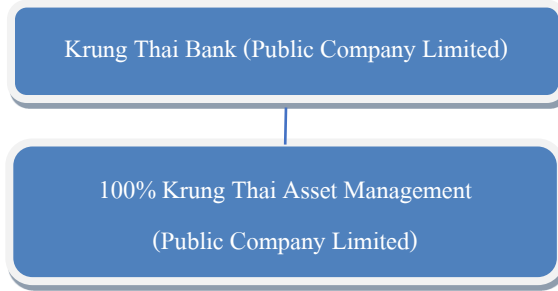
8.1 Management Company

8.1.1 Name and Address : Krung Thai Assets Management Public Company Limited
Registration number 010754000373
1 Empire Tower Building, 32 Floor, South Sathorn Road,
Yannawa, Sathorn, Bangkok, 10120
Tel. 02686-6100 Fax 02670-0430
Website: www.ktam.co.th

8.1.2 Shareholding structure

◦ *Name of shareholders* as of 28 February 2023

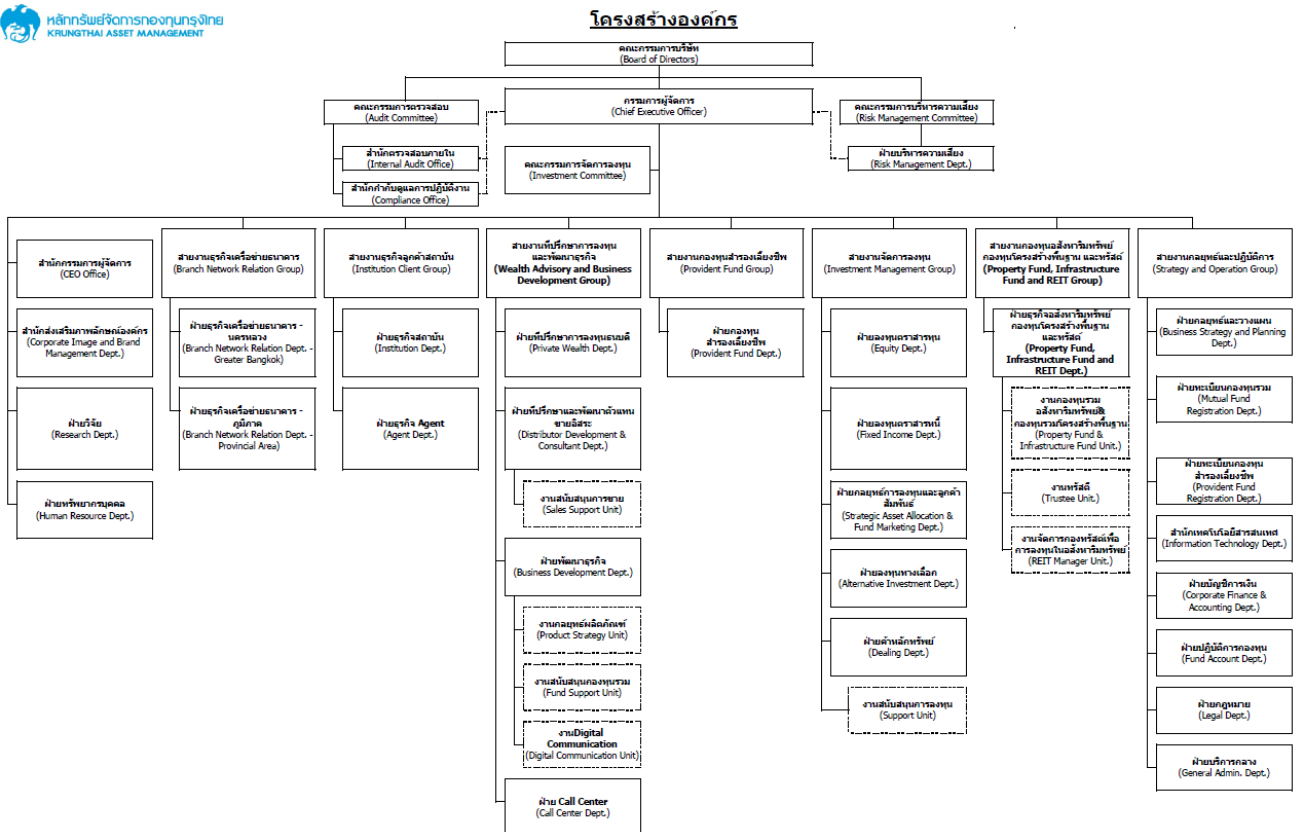
Krung Thai Bank Public Company Limited 99.99%



รายชื่อผู้ถือหุ้น ข้อมูล ณ วันที่ 8 มิถุนายน 2565 ราคาหุ้นละ (บาท): 10.00

ลำดับ	รายชื่อผู้ถือหุ้น	มูลค่าหุ้น (บาท)	จำนวนหุ้นที่ถือ (หุ้น)	สัญชาติ	สัดส่วน
1	บริษัท ธนาคารกรุงไทย จำกัด (มหาชน)	199,999,860.00	19,999,986	ไทย	99.9999%
2	นางสาว กิตติพร สินธุประภา	10.00	1	ไทย	0.0000%
3	นาย เอกชัย อุดวงศ์	10.00	1	ไทย	0.0000%
4	นาย กันตภณ บัญจประการ	10.00	1	ไทย	0.0000%
5	นางสาว รุ่งลาวัลย์ สวัสดิ์ภิรมย์	10.00	1	ไทย	0.0000%
6	นาย ศุภสิทธิ์ จาวโกนันท	10.00	1	ไทย	0.0000%
7	นางสาว สุจิตราพร พากเพียร	10.00	1	ไทย	0.0000%
8	นางสาว ภาริศา พรภาศิลป์	10.00	1	ไทย	0.0000%
9	นาง ญาณีน ดันดีพิมพ์พันธ์	10.00	1	ไทย	0.0000%
10	นางสาว จงกล ทองมีประเสริฐ	10.00	1	ไทย	0.0000%
11	นางสาว อธิศา หนูนาง	10.00	1	ไทย	0.0000%
12	นาง แอนน์ เมฆเทภษาวงศ์	10.00	1	ไทย	0.0000%
13	นางสาว กนกวรรณ ธรรมแสง	10.00	1	ไทย	0.0000%
14	นาย ภูมิพัฒน์ ภูมิไชยอนันต์	10.00	1	ไทย	0.0000%
15	นางสาว ณัชชา จำรูญจันทร์	10.00	1	ไทย	0.0000%
รวม		200,000,000.00	20,000,000		99.9999%

8.1.3 Organization Chart



◦ Board of Directors

1.	Mr. Vachara Tuntariyanond	position	Chairman of the Board of Directors
2.	Mr. Surapol Opassatain	position	Director and Chairman of Audit Management Committee
3.	Police Lieutenant General Jaruvat Vaisaya	position	Director and Member of Audit Committee
4.	Mr. Luechai Chaiparinya	position	Director and Member of Risk Management Committee
5.	Associate Prof. Dr. Anamai Damnet	position	Director and Member of Audit Committee
6.	Mrs. Laddawan Meksupha	position	Director and Member of Risk Management Committee
7.	Mr. Rungruang Sukkirdkijpiboon	position	Director and Chairman of Risk Management Committee
8.	Mrs. Chavinda Hanratanakool	position	Managing Director and CEO

◦ The Executives

1.	Mrs. Chavinda Hanratanakool	position	Managing Director and CEO
2.	Mr. Veera Vutthikongsirigool	position	First Senior Executive Vice President, Investment Management Group
3.	Mr. Wirote Tangcharoen	position	First Senior Executive Vice President, Branch Network Relation Group
4.	Ms.Hasawara Sangruji	position	Senior Executive Vice President, Provident Fund Management
5.	Ms.Voravanee Tangsirikusolwong	position	Senior Executive Vice President, Strategy and Operation Group
6.	Mr.Yuttapon Wittayapanitchagorn	position	Senior Executive Vice President, Institution Client Group

Property Fund Manager

- Chavinda Hanratanakool, CFP

Chief Executive Officer

Krung Thai Assets Management Public Company Limited

Nationality Thai

Number of years in this field / at this company 34 years / 13 years

Relevant license held Thai Certified Financial Planner and Property Fund Manager

- Main qualifications**
- make policies, control and be responsible for the operation of Property Fund and REIT Department, Infrastructure Fund and Private Fund Groups to be in accordance with the policies of Krung Thai Bank and the criteria of the Securities and Exchange Commission and the Stock Market of Thailand.
 - Study the feasibility for the establishment of the Fund and create appropriate returns for the investors, and submit an application to establish the Fund to the Securities and Exchange Commission and the Stock Market of Thailand, as well as manage the Fund to be in accordance with the relevant announcement and regulations.

Experience

- 2014 – present Chief Executive Officer, Krung Thai Assets Management Public Company Limited
- 2010 – 2014 Senior Executive Vice President, Private Fund & Property Fund Department, Krung Thai Asset Management Plc.
- 2000 - 2009 Senior Executive Vice President, Private Fund & Property Fund Department, ING Funds (Thailand) Co., Ltd.
- 1999 - 2000 Senior Vice President, Private Client Group, Merrill Lynch Phatra Securities Co., Ltd.,
- 1995 - 1999 Senior Vice President-Fund Manager, Private Fund Department, Ayudhya Investment and Trust Plc.
- 1990 - 1995 Assistant Vice President-Fund Manager, Portfolio Management Department, Citibank Private Banking

Education

- 1986 Master’s Degree: Business administration (Major : economics), University of Missouri Columbia, USA
- 1983 Bachelor Degree: Bachelor of Arts (psychology), Thammasart University

Present position

Chief Executive Officer, property Fund and private Fund Manager, Krung Thai Assets Management

Mr. Piraj Migasena

Executive Vice President

Krung Thai Assets Management Limited (Plc)

Nationality Thai

Number of years in this field / at this company 25 years / 13 years

Relevant license held Property Fund Manager

- Main qualifications**
- be responsible for the management of the property Fund as well as presenting the customers with guidelines to establish infrastructure Fund and REIT, study the feasibility for the establishment of the Fund and create appropriate returns for the investors, and submit an application to establish the Fund to the Securities and Exchange Commission and the Stock Market of Thailand, as well as manage the Fund to be in accordance with the project and the relevant announcement and regulations.

Experience

2014 – present	Executive Vice President, property fund and infrastructure fund Department, Krung Thai Assets Management
2010 – 2014	Senior Vice President, Fund Manager, property fund and infrastructure fund Department, Krung Thai Assets Management
2004 - 2010	Assistant Vice President, property fund, ING Assets Management
2003 – 2004	Director of business development, Tanachart Bank Limited (Plc)
1999 – 2003	Loan officer, Bangkok Bank Limited (Plc)

Education

1997	Master's degree: MS. Finance (Finance), University of Colorado at Denver,
1996	Master's Degree: Business Administration (major: finance), University of Denver
1993	Bachelor Degree: Business Administration (major: banking), Chulalongkorn University

Present position

Executive Vice President, Fund Manager, property fund and infrastructure fund Department, Krung Thai Assets Management Public Company Limited

Anuchit Katetrakul, AISA

Vice President

Krung Thai Assets Management Limited (Plc)

Nationality Thai

Number of years in this field / at this company 18 years / 6 years

Relevant license held Property Fund Manager

Experience

2017 – present	Vice President, property fund and infrastructure fund Department, Krung Thai Assets Management, infrastructure fund manager
2016 – 2017	Assistant Vice President, Business Development and Investor Relations Department, G Land REIT Management Company Limited
2012 – 2016	Assistant Vice President, Accounting and Finance Department, TCC Land Company Limited
2010 – 2012	Senior Financial Analyst, Sri Krung Wattana Company Limited
2008 – 2010	Senior Business Development Officer, Interfac Development Company Limited
2005– 2008	Credit Officer, Siam City Bank Plc.

Education

2007	Master's Degree : Master of Economics Kasetsart University
2005	Bachelor's Degree : Bachelor of Business Administration in Finance, Kasetsart University

Present position

Vice President, Property Fund Manager

Nidawan Sukpradit

Senior Assistant Vice President

Krung Thai Assets Management Limited (Plc)

Nationality Thai

Number of years in this field / at this company 25 years / 9 years

Relevant license held Property Fund Manager

Experience

2017 – present Vice President, property fund and infrastructure fund Department, Krung Thai Assets Management, Manager

2011 – 2013 Manager, Accounting System Analysis and Development Department

2000 – 2005 Fixed Income Fund Manager, Investment Management Division, Krung Thai Asset Management PCL.

1998 - 1999 Fund Manager, Investment Department, CIMB Asset Management - Principal

1997 – 1998 Deputy Director Investment Banking Department Ekapat Securities Public Company Limited

1992 – 1997 Marketing Officer, Investment Division, Thanachart Bank Public Company Limited

1989 – 1990 Marketing Officer, Investment Division, Thanachart Bank Public Company Limited

Education

2007 Master's Degree : MBA Corporate Finance, The University of Dallas USA

2005 Bachelor's Degree : Business Administration Graduate Chulalongkorn University

Present position

Vice President, Property Fund Manager

8.1.4 Duties and responsibilities of the Management Company

For the management of the Fund, the Management Company has duties and responsibilities to operate and manage the Fund to be in accordance with securities law, including the following duties and responsibilities:

(1) Fund Management

(a) Manage the Fund as specified in the project approved by the Securities and Exchange Commission and the commitment between the Management Company and the unitholders, including various contracts that the Fund is a party to, as well as strictly perform duties under the provision of section 125 of the Securities Act.

(b) Create commitments between the unitholders and Management Company, contracts appointing Supervisor and prospectus with the same substantial details as the draft commitments, draft contract and draft prospectus that have been approved by the Securities and Exchange Commission.

(c) Send, distribute and create prospectus and the project's details in accordance with the following criteria and procedure:

- Before the Fund's investment units are offered for sale, the Management Company shall send the prospectus to the Securities and Exchange Commission, no less than 1 working day prior to the sending

or distribution of the prospectus to investors and shall send such documents via the Fund Report and Prospectus (MRAP) receiving and distribution system of the Securities and Exchange Commission.

- For the offering for sale of the investment units, the Management Company must send, or provide for the selling agent and sale support to send, the important summary part of the prospectus as well as the investment units' reservation form to those interested in investing and arrange for there to be the project information part of the prospectus at every offices of the Management Company, selling agent or sale support during the period of time that the investment units are on offered.
- From the time the investment unit sale offered period has ended until before the full closures of the Fund, the Management Company shall arrange for there to be the details of the Fund's management project at every offices of the Management Company so that the general public may examine it. Copies shall also be sent to the unitholders upon request. If there is an amendment to the project, the Management Company shall proceed to notify such amendment to the Stock Market and the unitholders without delays and no more than 15 days from the day after the date of receipt of the approval from the Securities and Exchange Commission for the amendment to the project, or on the date of the resolution to amend the project as the case may be.

(d) Where the Management Company appoints a third party distributor to be responsible for the distribution of the investment units of the Fund, the third party distributor must not be the same group of persons as the owner, the landlord, the leasehold right transferor and the person awarding the right in the investment property of the Fund.

(e) Invest the money of the Fund in property or leasehold right of property or any other assets including the procurement of benefit from property or leasehold right of property that the Fund invests in, by buying, renting, transferring, distributing, transferring of rights and changing as well as improving the assets that the Fund invests in or any other invested assets in accordance with the policies, objectives, criteria, condition and procedure specified in the project, under the rules and regulations of the announcement by the Securities and Exchange Commission, the Securities and Exchange Commission Board, Capital Market Supervisory Board and the Stock Market.

(f) In a case where it becomes factually apparent to the Management Company that an person or a group of the same persons holds more than one third of the Fund issued units, the Management Company shall proceed in accordance with the announcement of the Securities and Exchange Commission.

(g) Increase or reduce the Fund's registered capital in accordance with the criteria and procedure specified in the project and/or proceed in accordance with the announcement by the Securities and Exchange Commission, the Securities and Exchange Commission Board or Capital Market Supervisory Board.

(h) Allocate the Fund's profit for the payment of dividend to the unitholders in accordance with the criteria and procedure specified in the project as prescribed by securities law;

- (i) Provide for an appraisal of assets as prescribed by securities law;
- (j) Provide for the Fund's insurance as prescribed by securities law;
- (k) Provide for the inspection of the property conditions as prescribed by securities law;

(l) Send various relevant and necessary documents and information for the appraisal or revaluation of assets as requested by an Appraiser, as well as provide facilitation to the following persons:

- Asset Appraiser or a person assigned by the Appraiser for the evaluating inspection of property acquired by the Fund through its investment

- Supervisor or a person assigned by the Supervisor for the inspection of property acquired by the Fund through its investment as specified in the contract appointing the Supervisor

(m) Hold unitholders meeting if the unitholders who collectively hold no less than 10 per cent of the issued units request for there to be a unitholders' meeting

(n) Change or amend the project or the management of the Fund in accordance with the provisions, conditions and criteria specified in the project

(o) Conduct any legal activities on behalf of the Fund which the Management Company is authorised to do so within the boundary of law;

(p) Take action or any other procedures for the achievement of the Fund's objectives and maintain the benefit of the unitholders within the duties and responsibilities of the Management Company while in accordance with the securities law and/or other relevant law;

(q) Proceed to full closures of the Fund as specified in the project.

(2) The Fund's receipt and payment of money

Arrange for there to be receipt and payment of various fees and expenses and or any other remunerations as specified in the project.

(3) Appoint the following related persons for the management of the Fund:

(a) the investment committee (if any);

(b) persons approved by the Securities and Exchange Committee to carry out responsibilities in accordance with the criteria announced by the Securities and Exchange Committee as follows:

- Property Fund Manager to make decision to invest in or distribute the property and the leasehold right of the property

- Fund Manager to make decision to invest in or distribute the assets under 6.2 for the management of the Fund's liquidity

The Management Company shall post a notice of the list of names of the company's property Fund Managers in an open area at the company's office.

(c) The Supervisor of the Fund who has the qualifications in accordance with announcement of the Securities and Exchange Committee on the qualifications of property Fund Supervisor, including the replacement of the Fund's Supervisor and other Supervisors in accordance with the criteria for the changing of the Supervisor specified in the project as permitted by the Securities and Exchange Committee.

(d) Investment unit registrar, including the replacement of the Fund's investment unit registrar and other investment unit registrar who has the qualifications in accordance with the Securities and Exchange Committee's announcement and notify such appointment to the Securities and Exchange Committee

The investment unit registrar that the company shall appoint must be able to control the holding of investment units by foreign unitholders at any given time after the initial sale of the Fund's investment units, to be in accordance with the criteria prescribed by securities law.

(e) Appraiser– such Appraiser must be on the list of companies approved by the Securities and Exchange Committee

(f) Property Manager (if any) – such Property Manager must have the characteristics and none of the prohibited qualities as prescribed in the Securities and Exchange Committee's announcement

(g) Consultant (if any) to be responsible as the Management Company's and/or the Fund's consultant

(h) The Fund's auditor – such auditor must have the characteristics and none of the prohibited qualities as prescribed in Securities and Exchange Committee's announcement regarding the criteria on the approval of the auditor, including the replacement of the Fund's auditor and any other auditor who has all of the characteristics prescribed by the Securities and Exchange Committee and notify such replacement to the Securities and Exchange Committee.

(i) The Fund's liquidator to be responsible for the collection and distribution of assets to the unitholders and to carry out any other responsibilities necessary for the liquidation process at full closures of the Fund.

(j) Any other persons to be responsible for various conducts relevant to the Fund such as the construction supervisors, various experts, estimators, building inspectors, cleaners and building contractors.

(4) Any other actions:

(a) Submit an application for the registration of assets, which are income derived from the distribution of the project's investment units, as Fund to the Securities and Exchange Committee within 15 working days from the closing date of the investment unit being offered for distribution.

(b) Submit an application to the Stock Market to consider accepting the investment units of the Fund as registered securities within 30 days from the date of registration of the Fund.

(c) Request for a replacement evidence of registration of the assets as Fund from the Securities and Exchange Committee for a fee at the rate prescribed by the Securities and Exchange Committee where such evidence has been lost or destroyed.

(d) Separate the assets of the Fund from those of the Management Company and entrust the assets of the Fund in the care of the Supervisor and/or Thailand Securities Depository Co., Ltd, and/or other person as approved by the Securities and Exchange Committee, except where this cannot be done due to the condition or type of assets.

(e) Arrange for unitholder registrations in accordance with the criteria and procedure announced by the Securities and Exchange Committee, and hold them for safekeeping.

(f) Create an account showing the correct Fund's investment and write investment reports of the Fund to be given to the Fund Supervisor in accordance with the criteria and procedure announced by the Securities and Exchange Committee.

(g) Calculate the value of the assets, net assets value and the value of the investment units in the Fund to be in accordance with the criteria, conditions and procedure for the establishment and management of property Fund or the criteria and procedure prescribed by the Securities and Exchange Committee.

(h) Notify the unitholders of any event or change, which shall significantly affect the Fund, that occurs after the date of calculation of the asset value, net assets value and the investment unit value under (g) above.

(i) Provide the financial statement of the Fund to be in accordance with the standard of financial report, including the report of the Fund for the end of every fiscal year and send such report to the unitholders whose names are on the unitholder registrations and the Securities and Exchange Committee within 4 months from the date at the end of the fiscal year.

(j) Send a copy of the appraisal or revaluation report with copies of relevant documents to the Supervisor without delays and to the Securities and Exchange Committee within 15 days from the date of receipt of such report.

(k) Send the following documents to the Supervisor without delay when there is an investment in or distribution of property or the leasehold rights of property:

- Where property is purchased, the documents showing the ownership or possessory rights in the property and the sale agreement of the property
- Where property is distributed, the sale agreement of the property
- Where the property is let, sub-let or the leasehold right of the property is transferred (as the case may be), the rental contract, sub-letting contract or contract showing the transfer of the leasehold right.

The Management Company shall notify the possession of the property to the Supervisor in writing within 5 working days from the date of possession of the assets invested by the Fund.

(l) Send a copy of the following contracts to the Supervisor

- Contract appointing the Appraiser within 5 working days from the date of contract or from the date of appointment of the Supervisor where the Appraiser is appointed prior to the appointment of the Supervisor, as the case may be
- Contract appointing the Property Manager (if any) and contract appointing a consultant (if any) within 5 working days from the date of such contract

(m) Collect, follow, proceed, order those with various responsibilities in accordance with the appointment contract, such as Property Manager, consultant, construction supervisor, to prepare, send and write various reports and/or proceed in accordance with the appointment contracts and/or as requested by the unitholders and/or those authorised by law. The Management Company does not need to guarantee and/or be responsible for the accuracy of the information prepared by or for any actions carried out by such persons. However, where the Management Company knows or should know the mistakes in the report and/or the behaviour of such person, the company shall notify such person to correct the mistakes in the information or the action immediately.

(n) Send documents summarising the important information regarding the investment or the distribution of assets and leasehold right of the property invested by the Fund to the unitholders and the Securities and

Exchange Committee within 15 days from the date of investment or distribution of the property and the leasehold right of the property, as well as provide for the important information to be available in an open area at every office or the company and the head office of the Supervisor within 15 days from the date of investment or distribution of the property and the leasehold right of the property for the inspection of the investors. The summary documents shall have the important information as prescribed by the Securities and Exchange Committee.

When the investment units of the Fund have been approved as registered securities in the Stock Market, the Management Company shall send the documents summarising important information under paragraph one to the Stock Market, in place of the unitholders, within the working day after the date of purchasing, renting, distribution or transferring of the leasehold rights of the Fund or within any other period of time as prescribed by the Stock Market.

(o) Proceed, as appropriate, with the selling, distribution, disposal and transfer of the property and the leasehold right of the property or other assets wholly or partly invested by the Fund

(p) Carry out any other responsibilities as provided by securities law as the responsibilities of the Management Company

8.1.5 Methods and conditions for changing the management company

The fund may change the management company in any of the following cases: and/or upon approval from the Office of the SEC

(1) When the unitholders of the mutual fund pass a resolution in the aggregate of more than half of the total number of investment units sold, they shall change the management company before the expiration of 5 years from the date of registration of the mutual fund establishment. The reason for changing the management company not caused by an offense or serious impaired performance caused by the management company directly The fund shall pay management fees compensation to the management company based on the number of days calculated from the remaining period before the completion of 5 years, using the calculated net asset value of the latest month as the basis for calculation, except that the management company And the Fund will agree that it will not pay compensation for such management fees.

In this regard, the unitholders must give a written notice to the Management Company not less than 90 days in advance unless the Management Company agrees in writing to shorten the period of such advance notice.

(2) in the event that there is a change in the project management policy in accordance with the resolution of the unitholders' meeting or the amendment of the Securities and Exchange Act; Notifications of the SEC, Notifications of the Office of the SEC and/or other relevant laws which will result in the management company being unable to comply with the said notifications, orders, rules and regulations. Because the aforementioned changes resulted in an increase in obligations to the management company. and the management company does not wish to take on further duties The management company reserves the right not to assume any responsibility. in the next mutual fund management However, the management company must notify the unitholders. in advance in writing that he does not wish to continue his duties The management company will present the management company with full qualifications according to securities law.

and has been approved by the Office of the SEC for unitholders Unless the unitholders express their intention to procure a new management company. In this regard, unitholders must complete the appointment of a new management company within 90 days from the date of being notified by the management company.

(3) In the case that the unitholders wish to or has a resolution to change the policy Management methods, operations, fund management or any other case that will result The Management Company does not wish to continue performing duties. The management company reserves the right not to assume any responsibility for the management of the mutual fund. In this regard, the management company must notify the unitholders in advance in writing that it does not wish to undertake further duties by The Management Company will present a new Management Company with full qualifications under the Securities Law. and has been approved by the Office of the SEC for unitholders Unless the unitholders express their intention to procure a new management company. In this regard, unitholders must appoint The new management company must be completed within 90 days from the date of notification from the management company.

(4) in the case where the management company is revoked its license to undertake securities business in the category of mutual fund management which resulted in being unable to continue performing duties of the Management Company. The Management Company will still receive a management fee at the stated rate. in the project until the last day of duty as a management company

To change the management company If it is a case where the law requires approval from the SEC Office, such approval must be sought first. The management company will continue to perform its duties until a new management company is appointed. However, if it is the case where the management company has given notice of resignation from being the management company under (2) or (3) but the mutual fund and/or the unitholders cannot appoint Any other mutual fund management company can assume its duty within 90 days from the date the management company gives notice. The management company reserves the right to cancel the project. It is deemed that the aforementioned operation has been approved by the unitholders.

8.1.6 Property funds under management

As of Feb 28, 2023 KTAM has 2 other property funds as follows:

Property Fund	Asset Class	Responsibility
1. CPTGF	Office	Fund Manager
2. TTLPF	Retails	Fund Manager

8.2 Property Manager:

8.2.1 Name and Address : Ek-Chai Distribution System Co., Ltd.
629/1 Navamintr Road, Nuanchan, Buengkoom
Bangkok 10120, Tel 0-2797-9000 Fax 0-2797-9829

8.2.2 Shareholding structure



8.2.3 Duties and responsibilities of the Property Manager

The Management Company and the Property Manager shall enter into the Property Management Engagement Agreement (“Property Management Engagement Agreement”) after registration of the Fund’s establishment with the Office of the SEC. Under such Agreement, the Property Manager shall perform the duties in various areas including but not limited to the following duties.

- Management on lease and leasing out, and permission of the service usage of the area relating to the Fund’s immovable properties to the temporary area users.
- Management of the Fund’s immovable properties
- Preparation of financial report and operating performance report
- Marketing tasks

Throughout the term of such Property Manager Engagement Agreement for Tesco Lotus, the following executions are agreed.

- (a) Efficiently manage immovable properties and leasehold rights in immovable properties invested by the Fund on behalf of the Property Manager in accordance with the principle of good management both in part of management of rental area, management of lease agreement, licensing agreement, and service agreement. Tesco Lotus shall adhere to organization chart and reporting procedure based on line of power agreed with the Fund and comply with the Fund’s reasonable orders that may be periodically issued.
- (b) Comply with related laws, and give counsel to the Fund regarding laws required for compliance by the Fund in part relating to this Property Management Engagement Agreement or immovable properties and leasehold right of properties invested by the Fund other than operating duties under above (a) and (b), authority of the Property Manager as required by laws or commercial practice for operating agency in management of rental area, management of tenants, and management of immovable properties. Tesco Lotus on behalf of the Property Manager shall have power and duties in the following matters: management of lease agreements and service agreements, management relating to assessment by preparation of budget, business forecasting and planning, delivery and

acceptance of delivery of rental space, entry to decorate the tenant's area, tenant relationship management, repair management, parking lot management, agreement management, general affairs management, building security-related execution, expense management, financial and marketing management, preparation of business plan and annual budget, collection of rental fee and service fee, bank account management, other additional duties that may be periodically determined by the Fund under reasonable ground.

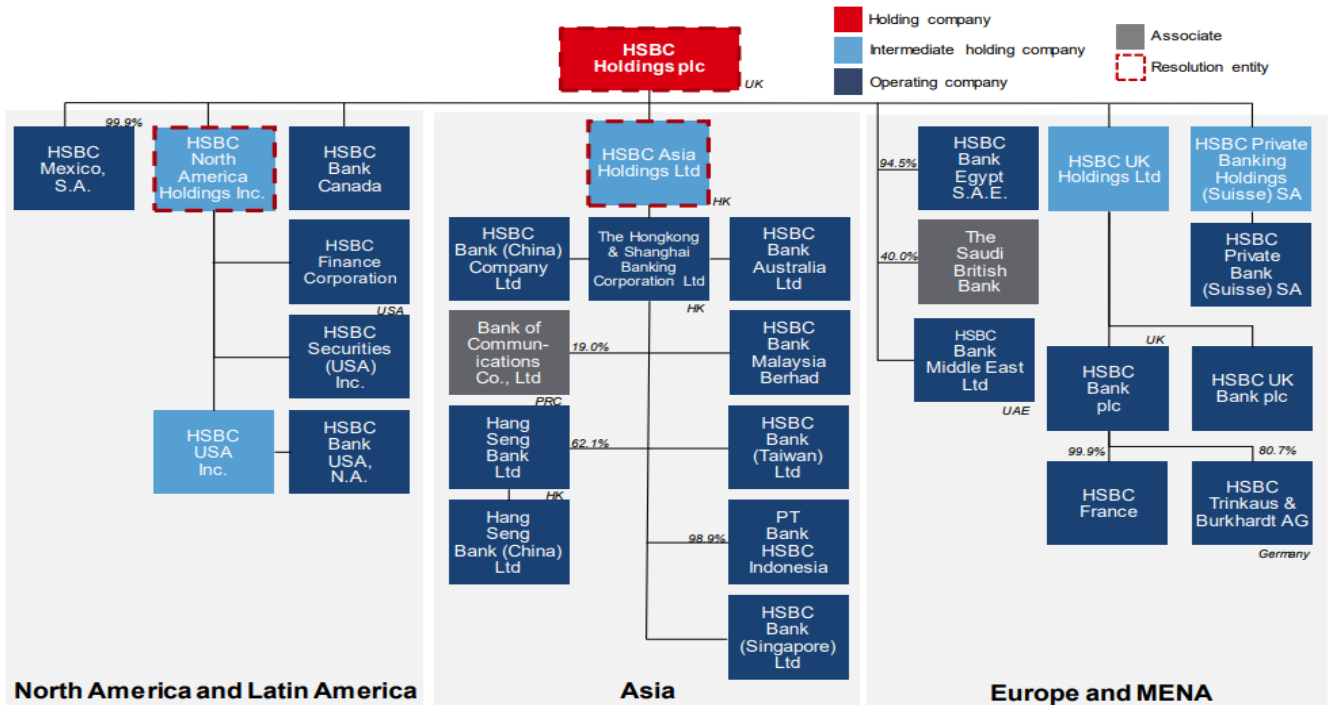
The term of such Property Management Engagement Agreement is 15 years. The term shall be automatically renewed for additional 15 years unless in case where the party cancels the Agreement before the expiry date or otherwise agreed by the party of the said Agreement.

8.3 Fund Supervisor / Property Storage

8.3.1 Name and Address of Fund Sup : The Hongkong and Shanghai Banking Corporation Limited,
 Bangkok Branch
 No. 986 U Chu Liang Building
 Rama IV Road, Sathon, Bangrak
 Bangkok 10500
 Tel. 0-2614-4000 Fax. 0-2632-4818
 Website : <https://www.hsbc.co.th/>

8.3.2 Shareholding Structure

Simplified structure chart



As at 23 January 2019. Showing entities in Priority markets, wholly-owned unless shown otherwise. Excludes Service Companies, other Associates, Insurance companies and Special Purpose Entities.

8.3.3 Duties and responsibilities of the Fund's Supervisor

The Supervisor has rights, duties and responsibilities in the Project as follows.

- (1) Strictly supervise the Management Company to discharge under securities law and approved requirements of the mutual fund management project, and commitment entered with the unitholders. If the Management Company fails to comply with, the Management Company shall be immediately notified.

In case where the Management Company performs any act until causing damage to the Fund or fails to comply with duties under securities law, the Supervisor shall prepare the report relating to such matter in detail, and submit to the Office of the SEC within 5 (five) days from the date of the Supervisor's realization, or having reasonable ground for realization of such event.
- (2) Sue and execute the Management Company to comply with its own duties or sue to claim for indemnity for damage from the Management Company for interest of all unitholders or upon receiving the order of the Office of the SEC.
- (3) Complete inspection of immovable properties on schedule as follows.
 - (a) Within 30 (thirty) days from the notified date of taking possession of immovable properties from the Management Company
 - (b) Every one year from the completion date of the previous inspection by the Supervisor whereas the expenses incurred from inspection of the immovable properties shall be deemed as expense of the Fund.
- (4) Complete proper and complete recording of the actual condition of the immovable properties inspected by the Supervisor within 30 (thirty) days from the commencement date of the inspection of the said immovable property condition.
- (5) Notify the Management Company for acknowledgement within 5 (five) working days from the finding date of the Supervisor that the immovable properties of the Fund are significantly defective.
- (6) Notify the Management Company to immediately re-valuate when the Supervisor deems that any occurrence of event or change significantly affects value of immovable property.
- (7) Verify the investment, purchase, lease, disposal or transfer of the invested assets of the Fund in accordance with the project and rule stipulated by the SEC.
- (8) Consider giving consent on disposal method for asset or procedure of leasehold right assignment as stipulated by securities law for consent of the Supervisor.
- (9) Prepare account and certify accuracy of the depository invested assets of the Fund, and prepare inventory account of the assets of the Fund.
- (10) Certify that the calculation of asset value, net asset value, and investment unit value of the Fund is correct in accordance with the rule prescribed in the Notification of the Office of the SEC. The

Supervisor can use information received from the Management Company. Such information may be from the report solely prepared and certified by the Management Company, or received by the Management Company from the Property Manager engaged by the Management Company under true certification of the Property Manager on the accuracy of such report for use as support of calculation of net asset value.

- (11) Carry out receiving and paying money from the account of the Fund within schedule and in accordance with the order of the Management Company.
- (12) Remark opinion on the operation of the Fund in Report of the Fund.
- (13) Have other right, duty and responsibility prescribed in Supervisor Appointment Agreement.
- (14) Separately store assets of the Fund from the assets of the Supervisor or assets of other parties maintained by the Supervisor; and
- (15) Perform other duties as prescribed in Notifications of the SEC or the Office of the SEC as duty of the Supervisor.

Asset Storage : The Hongkong and Shanghai Banking Corporation Limited, Bangkok Branch
 HSBC Building, No. 968 Rama IV Road
 Silom, Bangrak, Bangkok 10500
 Tel. 0-2614-4000 Fax. 0-2353-7333

Conditions for change of the Fund Supervisor

The Management Company may change the Supervisor upon event occurrence of any of the following cases.

- (1) Upon the intention either of the Management Company or the Supervisor to cancel Supervisor Appointment Agreement, the cancelling party of the Agreement shall notify the other party for acknowledgement in writing at least 90 (ninety) days in advance.
- (2) In case where the Management Company or the Supervisor fails to comply with the agreed duties or responsibilities, the Supervisor or the Management Company may cancel Supervisor Appointment Agreement upon written notice to the other party for acknowledgement at least 30 (thirty) days in advance
- (3) In case of alteration in material conditions in mutual fund management project due to alteration of securities law or any other cases, this shall cause the Management Company and the Supervisor unable to agree on altering Supervisor Appointment Agreement to be consistent with such securities law. Due to the effect of such alteration on increase in obligation to the Supervisor, and the Supervisor desires not to further assume such duty, the Supervisor is entitled to cancel Supervisor Appointment Agreement upon written notice to the Management Company for acknowledgement at least 90 days in advance.

(4) In case where the unitholders with resolution by majority vote which is estimated based on total investment units and more than half of total sold investment units of the Fund, request for change of the Supervisor

(5) In case where the Supervisor is disqualified in any clauses under the Notification of the Office of the SEC on Qualification of the Supervisor of the Property Fund, the Management Company shall take action to assign the Supervisor to correct to be proper within 15 (fifteen) days from the following day of detection date of the Management Company or it is evident from the audit of the Office of the SEC; and the Management Company shall notify such correction for acknowledgement of the Office of the SEC within 3 (three) working days from the following day of the corrective completion date.

In case where the Supervisor fails to correct properly within the said specified period, the Management Company shall request the Office of the SEC the permission of change of the Supervisor within 15 (fifteen) days from the following day of the expiration date of correction. Upon permission of the Office of the SEC, the Management Company shall appoint the new Supervisor in replacement of the old Supervisor unless otherwise directed by the Office of the SEC.

(6) If the Supervisor wrongfully discloses the information relating to the mutual fund management or any other information relating to mutual fund management, the Management Company can immediately cancel Supervisor Appointment Agreement.

(7) Upon any person's proposing or filing a petition to the court or related government agencies in part relating to the Supervisor of the Fund (a) for dissolution or for any other similar activities, or (b) for rehabilitation, composition, or relaxation of debt settlement, asset management, liquidation for dissolution, or request for any similar matters under current or future laws or under regulations.

(8) Upon comment of the government agencies or organizations on performance of duties of the Supervisor that it is seriously guilty or negligent, the Management Company shall be notified or general announcement shall be performed; and

(9) Upon the liquidator's registration for dissolution of the Fund with the Office of the SEC

The change of the Supervisor in every case must be firstly permitted by the Office of the SEC as securities law stipulates that there must be the Supervisor of the mutual fund. Thus, in case where the Supervisor is off the duty under Clause 132 . – Conditions of Change of the Supervisor, the Supervisor must further perform the duties of the Supervisor of the Fund to be complete until handling the transfer of all assets and documentary evidence of the Fund to the new Supervisor or under order of the Management Company or the Office of the SEC, including any other necessary actions for orderliness in transfer of all assets and documents to the new Supervisor until completion within a reasonable time that work can be continuously performed.

8.4 Investment Committee (the information as at 28 February 2023)

1. Mr. Sunthorn Arunanondchai
2. Mr. Anusorn Sirikijpanichkul
3. Mrs. Piangpis Chatwiriyaichai
4. Mrs. Chavinda Hanratanakool
5. Mr. Piraj Migasena
6. Mr. Anuchit Katetrakul

Duties and responsibilities of the Investment Committee (in brief)

1. Consider making decision on investment, purchase, lease, sub-lease, leasing out, sub-leasing out, disposal, transfer or acceptance of transfer of immovable properties or leasehold rights to immovable properties.
2. Take any other actions under resolution of the unitholders.
3. Keep the meeting information as secret and not disclose to any person for acknowledgement unless explicitly required by laws for disclosure.
4. Transparently and honestly consider making decision on any matters.

8.5 Name, address and telephone number of the following persons

8.5.1 Auditor : PricewaterhouseCoopers ABAS Limited
No. 179/74-80 Bangkok City Tower, 15th Floor
South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120
Tel. 0-2844-1000 Fax. 0-2286-5050

8.5.2 Registrar : Krungthai Asset Management Public Company Limited
No. 1 Empire Tower, 32nd Fl.
South Sathorn Road, Yannawa, Sathorn, Bangkok 10120
Tel. 0-2686-6100 Fax. 0-2670-0430
Website: www.ktam.co.th

8.5.3 Valuer : 15 Business Advisory Limited
Suite 39, 9th Fl., RS Tower
121 Ratchadapisek Rd., Dindang, Bangkok 10400
Tel. 0-2641 3800 Fax. 0-2641 3801

8.5.4 Fund/Trust Advisor (if any)
-None-

9) Corporate Governance

Krungthai Asset Management Public Company Limited is under supervision of the Office of the SEC pursuant to Securities and Exchange Act B.E. 2535 (1992) in part of the Company's corporate governance. The Company consists of the Board of Directors and Sub-Committees such as Audit Committee and Risk Management Committee, to supervise the Company's overall business. The Fund is supervised and managed by the Fund's Supervisor in accordance with the Fund Project. In addition, Compliance Office of the Company performs supervision of the compliance in accordance with laws. The Chief Executive Officer has appointed the PIF Investment Committee to perform the consideration on the management of the Property Fund in significant matter, enter to act as the Fund Manager and manage fund management fee, investment in the project assets, liquid asset management of the Fund, potential risk factors of the Fund, etc.

9.1 Corporate governance policy of the Fund

The Company gives precedence to governance of the fund business for business operation and performance of duties in accordance with related laws and rules such as Securities and Exchange Act B.E. 2535 (1992), Notification of the Securities and Exchange Commission Regulations of the Stock Exchange of Thailand Articles of Association of Investment Management Companies including the policy of operating the fund management business within the company and the code of conduct for the fund management business. The Company has set up an Audit Committee, Risk Management Committee being the supervisor of the Company's overall business as well as the Infrastructure Fund. There will be a Supervisor of the Fund to supervise the Fund's management in accordance with the Scheme. In addition, the Company has the Office of Compliance and the Office of Internal Audit to supervise and monitor operations in accordance with the law and as specified by the project. The Company has also appointed the PIF Investment Management Committee to consider and screen the management of real estate funds in important matters to make the management more prudent.

9.2 Sub-Committees

The management company will set be an investment management committee. There will be a meeting at least once a quarter with the scope and duties as follows:

The scope and duties in the case of a fund manager are as follows:

(1) Consider the entry into duty Fund Manager and management fees for setting up the fund

(1.1) In case of meeting the minimum eligibility criteria, consider the approval by the Investment Committee-PIF before being presented to the Product Development Committee (PDC) for approval.

(1.2) In the event that the minimum qualifications are not met, consider giving opinions before submitting to the Board of Directors for approval according to the specified procedure.

(2) Consider investments in project assets such as real estate investments or the right to lease real estate or infrastructure business including giving opinions on the guidelines for consideration, decision making, investment, purchase, lease, rent, sell, transfer or accept transfer of immovable property or leasehold right of immovable property.

- (3) Consider the management of liquid assets of the Fund / any other assets that the Fund can invest
- (4) Consider the possible risk factors of the fund as follows:
 - (4.1) Risks related to real estate funds or infrastructure funds such as business risks, natural disaster risks, risks from changes in SEC rules/related laws, risks from operating results that differ significantly from estimates, etc.
 - (4.2) Risks related to investment in income rights
 - (4.3) Risk from conflict of interest
 - (4.4) Fund Management risk as presented by the fund manager
- (5) Consider the fund management as proposed by the fund manager, as follows:
 - (5.1) Loan
 - (5.2) Dividend payment / return of investment from capital reduction to unitholders
 - (5.3) Changes in project funding, including an increase in registered capital, reduction of registered capital
 - (5.4) Buying or selling of the Fund's core assets
 - (5.5) Amendments to the fund project
 - (5.6) Dissolution of the Fund
 - (5.7) Consideration of the Fund's significant expenses
 - (5.8) Appointment / change of persons related to the fund such as investment advisory committee, real estate manager, Supervisor, fund registrar, liquidator, advisors such as financial advisors, legal advisor as presented by the fund manager
 - (5.9) Consider giving opinions as a fund manager according to the announcement of the SEC Office
 - (5.10) Give opinions on actions that may cause conflicts of interest
 - (5.11) Acknowledgment of the Fund Performance Report quarterly
 - (5.12) Acknowledgment of any events or changes that may affect the value of the assets, infrastructure at the Fund invested or held significantly according to the criteria set out in relevant notifications.

9.3 Meeting of Investment Management Committee / Fund Manager

The structure of Investment Management Committee – PIF consists of:

1	Managing Director	Chairman
2	Chief Investment Officer	Vice Chairman
3	Chief Operating Officer	Director
4	Chief Executive Officer of the Office of Compliance	Director
5	Chief Research Officer	Director
6	Chief Executive Officer of Legal Department	Director

7	Chief Executive Officer, Property Fund and Infrastructure Fund Department	Director
8	Chief Executive Officer of Trust Management Business Development Department	Director
9	Mr. Eakamol Na Ranong	Director and Secretary

Meeting conditions

The Investment Management Committee - PIF will meet at least once a quarter. There must be directors attending the meeting not less than three-fourths of all directors and there must be a chairman or a vice chairman to preside over every meeting. There is a fund manager who is responsible for the property fund, Infrastructure Fund or REIT Manager responsible for the REIT and/or the top executive of the Trust Management Business Development Department presented in that agenda, attended every meeting. Therefore, it will be considered a quorum of the meeting.

In summoning a meeting of the Investment Management Committee – PIF, the chairman or the person assigned by the chairman sends a meeting invitation to the directors to attend the meeting at the same place. Except in case of urgency and the directors are unable to attend the meeting in the same place, the meeting can be organized by means of video conference and/or conference telephone call.

9.4 Supervision of companies in which the Fund invest indirectly through shareholding

The Fund is not directly or indirectly invested by shareholding.

9.5 Supervision of the use of internal information

The Board of Directors has established a policy to prevent and exploit information within the Fund by prohibiting the trading of securities based on inside information that has not been disclosed to the general public and known to them due to their position or performance of duties. The directors, advisors, executives, and employees have a duty to strictly comply with the policy. At the same time, the Company has established regulations to prevent the exploitation of insider trading as follows:

- The Company has established a Chinese wall system and a system to prevent internal information leakage of the Fund in the access person's operating room area.
- Supervise to have a system to record access control and store such information for at least 6 months for use as information for review.
- Maintain the security of internal data of the Fund located in the central computer system to comply with information technology security regulations.
- Maintain the security of internal information of the Fund stored in printed form.
- The Company requires that access person communication is recorded and stored in the operating room.

- Arrange for regular review, follow up, and audit compliance with policies, codes of conduct and regulations.

In this regard, the management company has penalties in the event that the executives or employees disclose inside information to the public or use it for personal benefits.

9.6 Investment Decision Making and fund / trust management

(1) Investment decision making process

- Considered by the Investment Committee. and in accordance with the rules prescribed by the Office of the SEC
- Analyze and study the feasibility and suitability of buying or renting real estate.
- Investment in securities or finding fruit by other methods by Fund Manager, Capital Management Department
- Appoint real estate managers in procuring tenants for mutual fund benefits

(2) Policy for recruiting real estate tenants and the process of supervising real estate managers

The Fund has a policy to recruit tenants by defining the target tenants into 2 groups as follows:

1. Customers who rent the main area (Anchor Tenant), which are mostly customers who do business in the Hyper/Supermarket And a specific shop (Category Killer) where the customer group of tenants in this main area will attract (Magnet) other co-tenants to rent other parts of the project within the fund's project.
2. Co-Tenant customers, which will consist of shops such as restaurants, drugstores, video rental shops, laundry shops, bookstores. Flower shops, banks and other retail stores, etc.

In this regard, the Fund has appointed Ek-Chai Distribution System Company Limited to act as a property manager. Under the supervision of the management company, in accordance with the conditions specified in the fund management scheme. and require real estate managers to recruit tenants in accordance with the aforementioned policy

9.7 Selection of Property Manager (policy for selection factor and process)

The Fund has considered selecting Ek-Chai to be the Property Manager as it is experienced and expert in area management of shopping mall, marketing, tenant relationship management, and rental area management on continuous basis. In this regard, the fees and related compensation paid to Ek-chai Distribution System Co., Ltd. are at reasonable rates under normal commercial customs as if they were transactions with other real estate managers (at arm's length transaction).

9.8 Monitoring the performance of duties of the Property Manager

The Management Company shall monitor the performance of duties of the Property Manager. In each year, the Management Company shall consider approving budget and work plan proposed by the Property Manager. The Fund Manager shall control and monitor the function of the Property Manager in accordance with work plan approved by the Fund, call for the meeting for hearing operating performance and operating guideline of the Property Manager, and solve each occurred problem. The Property Manager shall execute the following.

- Prepare annual budget and propose to the Investment Committee of the Fund for approval request and consent request from the Fund.
- Property Manager shall report operating performance to the Fund Manager by submission of Monthly Report.
- Execute as prescribed under Property Manager Appointment Agreement between the Fund and Ek-Chai dated 13 March 2012, and Memorandum of Agreement on Revision of Related Agreements (if any)

In the past fiscal year, the Property Manager has performed the duties in accordance with the planned budget completely.

9.9 Monitoring the Fund/Trust's benefit

9.9.1 Prepare annual budget under consent approval of the Investment Committee

9.9.2 The Property Manager must annually report operating performance to the Investment Committee.

9.9.3 Execute under Property Manager Appointment Agreement between the Fund and Ek-Chai.

9.10 Remuneration of the Management Company

- Management fee in annual rate of no more than 0.16% of net asset value of the Fund which is calculated by the Management Company and certified by the Supervisor.
- For accounting period from 1 March 2022 to 28 February 2023, management fee was 15,385,416 Baht.
- Investment unit registrar fee in annual rate of no more than 0.02% of asset value of the Fund for 4,509,500 Baht.

9.11 Disclosure of data/information to the unitholders

The Company gives precedence to proper disclosure of data/information to the unitholders and formulates information disclosure measure both for financial information and non-financial information as required by laws, under internal review process prior to disclosure of data. The data and information shall be disclosed via SET Community Portal of the SET and the Company's website.

9.12 The Unitholders' Meeting

Process and duration of holding the Unitholders' Meeting

(a) The Management Company shall hold Annual General Meeting within 4 (four) months from the ending date of the accounting period to report the Unitholders' Meeting for acknowledgement at least on the following matters.

(1) Fund management in the important matters and the guideline of future fund management

(2) Financial position and operating performance of the Fund in the past accounting year that must at least present financial statements which have already been audited with opinion expression of the auditor.

(3) Appointment of the auditor of the Fund and auditing expense

(b) Extraordinary meeting in any of the following cases

(1) At the time that the Management Company deems appropriate to call the Unitholders' Meeting for fund management benefit

- (2) At the time that the unitholders holding total investment units of no less than 10% of total sold investment units of the Fund submit a joint letter to request the Management Company to call for the Unitholders' Meeting.

Privilege of the Unitholders

1. Right to receive dividend

The unitholder whose name is listed in Book of Unitholders' Registration in Book Closing Date for dividend payment is entitled to receive the appropriation of profit in form of dividend from the Fund under rule and procedure specified in the Project.

2. Right to resolve for revision of Fund Management Project or alteration of the management method

Each unitholder is entitled to resolve for revision of the Fund Management Project or alteration of management procedure in accordance with condition and rule prescribed in the Project.

However, the revision of the Project or management procedure shall be in accordance with Clause 34 "Revision of the Project or Alteration of the Management Procedure"

3. Right to receive the fund upon dissolution of the Project

The unitholder is entitled to receive the fund based on unitholding proportion upon dissolution of the Project. The Management Company shall arrange the liquidator approved by the Office of the SEC as liquidator to dispose assets and settle debts of the Fund, dispose fund and/or other assets to the unitholders based on unitholding proportion by execution in accordance with rule and procedure specified in this Project.

4. Right to transfer investment units

The unitholder can transfer investment units but must observe and not be in conflict with condition and rule specified in this Project.

5. Other privileges

- (1) Right to pledge investment units

The unitholder of the Fund can pledge investment units in accordance with laws, rule and procedure prescribed by the Management Company and/or investment unit registrar.

The unitholder that intends to pledge investment unit shall declare investment unit certificate and submit the application for issuance of investment unit certificate for pledge purpose at the Management Company or investment unit registrar for issuance of investment unit certificate used for pledging.

The investment unit registrar may suspend trading of investment units until pledge has been registered.

- (2) Right to vote for resolving business operation of the Fund

The unitholder is entitled to resolve the fund management as prescribed in the Project in accordance with condition and rule prescribed in the Project. The count of such resolution shall be in accordance with rule and procedure prescribed in this Project.

The unitholder is entitled to resolve the following matters.

- Revision of the Project or alteration of the management procedure

- Increase of registered capital of the Fund under procedure specified in *“Increase of Registered Capital of the Fund”*
- Appointment or removal of the Property Manager, Management Company or Supervisor
- Merger with other property fund in accordance with Notification of the Office of the SEC
- Dissolution of the Fund
- Other matters relating to operation or management of the Fund

Upon request of the unitholders holding total investment units of no less than 10 (ten) % of total sold investment units to hold Unitholders’ Meeting, the Management Company shall hold the Unitholders’ Meeting. In addition, the Management Company shall hold the Unitholders’ Meeting or issue written notice to the unitholders to request for approval on the following matters (unless otherwise specified under this Project or securities law) under majority vote of the unitholders which is estimated based on total number of investment units in excess half of total sold investment units of the Fund.

- Appointment or removal of the Property Fund or Management Company
- Consideration on other matters as deemed appropriate by the Investment Committee of the Fund or the Management Company.

If the unitholder or the same group of the persons of the unitholder has special gain and loss in any matter, the Management Company shall not count number of investment units of the unitholder or the same group of persons of the said unitholder (1) in counting vote for resolution request, and (2) as base of vote counting in resolution request.

In the Unitholders’ Meeting, the unitholders or proxies shall attend the meeting for no less than 25 (twenty-five) persons or no less than half of total unitholders, and the number of unitholders or proxies that attend the meeting shall hold total investment units of no less than 1/3 (one-third) of total sold investment units of the Fund, for constituted quorum.

(3) Right to receive refund upon reduction of registered capital

The unitholder is entitled to receive refund upon reduction of registered capital under rule and procedure specified in the Project.

Transactions with the Management Company, persons related to the management company and related persons, the Management Company shall perform the following actions:

(1) Investment in or disposition of immovable properties or leasehold rights of immovable properties for mutual funds with related persons after the initial investment. If the value of such transaction made by the Fund with a related person who is the same group of persons within any six-month period has an aggregate value of 100 million baht or from 3% of the net asset value of the Fund mutual funds or more whichever is lower, the management company must obtain a resolution from the unitholders in accordance with the following rules before entering into such a transaction.

(a) In the case where a resolution request is made by sending a letter requesting a resolution to the unitholders, a resolution of more than half of the total number of sold investment units with voting rights of the fund management project must be obtained such total capital

(b) In the case where the request for a resolution is made by summoning a meeting of unitholders, the resolution must be not less than three-fourths of the total number of investment units of the unitholders attending the meeting and having the right to vote. In the meeting of unitholders to request such resolutions, there must be at least 25 unitholders or not less than half of the total number of unitholders. However, the number of unitholders attending the said meeting must include investment units of not less than one-third of the total number of investment units sold in the said mutual fund project will be a quorum

Counting the resolutions under paragraph one, the management company is prohibited from counting the number of investment units of the unitholders having interests in Investment in real estate or leasehold real estate included in the resolution.

In the case where the person concerned under the first paragraph is a person related to the management company, the management company shall attach documents of examination and certification of the mutual fund supervisor under (2) shall be accompanied by a letter requesting a resolution or a notice calling for a meeting under paragraph one too.

The consideration of the group of persons under the first paragraph shall be in accordance with the Notification of the Office of the SEC on the establishment of a mutual fund and entering into a private fund management contract.

(2) Investing in or disposing of immovable property or leasehold right after the initial investment with a person related to the management company, the Management Company shall arrange for the Supervisor to examine and certify written that such investments are transactions in a normal commercial manner as if they were transactions with non-specialized customers (at arm's length transactions).

The request for a resolution of the unitholders in the following matters shall be based on the total number of investment units not less than three-fourths of the unitholders attending the meeting and having the right to vote.

- (1) Acquisition or disposition of immovable property of significance
- (2) Transactions between the Fund and related persons
- (3) Increasing the registered capital of the Fund
- (4) Reduction of the registered capital of the Fund, which is a case requiring a resolution from the unitholders

9.13 Nomination and appointment of director and topmost executive

-None-

9.14 Remuneration of the auditor

- (1) Audit fee

For accounting period from 1 March 2022 and ended 28 February 2023, audit fee was 1,711,218 Baht.

- (2) Non-audit fee

-None-

9.15 In case of compliance with Corporate Governance Code in other matters (if any)

- None-

10) Social Responsibilities

10.1 Overview policy

In overview of LPF, no policy of corporate social responsibility has been concretely and clearly established. However, in the past, LPF has currently executed social and community care by Ek-Chai on behalf of the Property Manager.

The Management Company and the Fund must adhere to social responsibility guidelines as follows:

1. Promote good corporate governance by establishing a good internal control system in accordance with relevant laws, having internal audits and regularly reporting to the Board of Directors with risk management and publicizing the good corporate governance of the Fund in the annual report and on the website of the management company
2. Operate business with fairness by treating business partners and businesses related to business with fairness by stipulating criteria for selecting business partners or procurement and respecting property rights by auditing. It must be appropriate to ensure that the fund manager operates in a legally licensed manner to use the assets.
3. Against all forms of corruption, do not cooperate or support any person who does illegal business or is a threat to society and national security.
4. Be careful in doing business without violating human rights.
5. Provide fair employment conditions with suitable and safe working conditions.
6. Be responsible to the consumers by following the standard of practice in contacting and providing services to customers.
7. Promote any operation that are beneficial to the community and society as a whole by not doing anything that will damage the country's reputation, natural resources and the environment. Cultivate a sense of responsibility towards the community and society as a whole in fund managers and related parties at all levels continuously.

10.2 Additional practical guideline for prevention of corruption involvement

Policy

The Management Company encourages the Fund to adhere to business conduct under ethical principles and good corporate governance, along with social and environmental responsibility leading to sustainable business

development. It places great importance on protecting the environment seriously and continuously including supporting activities to promote the quality of society in various fields with the local community especially to increase opportunities for education and development of youth's potential including continual donations for the public benefit.

The management company has a policy against all forms of corruption not paying bribes for business interests, not cooperating or supporting any person who breaks the law or a threat to society and the security of the country. The management company has joined the signing of intent in the Collective Action Coalition Against Corruption (CAC) project and has been approved to be a has been a member of the Collective Action Coalition Against Corruption. The Anti-corruption progress indicator is in the "CAC accredited" level because the management company demonstrates its implementation with a review of the completeness of all processes by the Audit Committee.

Operation

To promote compliance with all forms of anti-corruption policies, the management company has notified the partners and agents by asking for cooperation to comply with the anti-corruption policy and refrain from giving gifts to the Company's executives and employees as well as publishing to the general public on the website of the management company under the anti-corruption policy announcement.

11) Internal control and risk management

The Company has internal control processes related to the investment management of real estate funds. The details are as follows:

(1) In the property fund division and the basic infrastructure division, there shall be a separation of duties between the Fund Manager, whose responsibility shall be to manage the Fund, and the Fund's assistant manager whose main duties are in operations. The assistant manager shall be inspected by the manager and the manager must receive approval or agreement from another level of supervisor.;

(2) Moreover, the management of the Fund, in the property fund division and the basic infrastructure division, shall be inspected by the compliance office and internal audit office which shall be in accordance with the annual work plan. Management issues covered are such as the inspection of assets, the appraisal of assets, income collection, payment of expenses, insurance, report. The compliance office and the audit office shall report their findings/observations to the inspection committee for further consideration.

(3) Further, for the management of the property fund to be carried out with care, strictness and effectiveness, the Management Company appoints PIF investment management committee whose duties are to consider the Fund Manager's assumption of duties and the decision to invest in the project's assets, the management of the Fund such as loan, dividend payment, assets purchase and distribution etc.

12) Prevention of conflict of interests

Persons or businesses related to the Fund means the following persons:

1. Fund Management Company and persons holding shares in the management company in any manner as prescribed by the Notification of the Office of the SEC.
2. Person performing duties related to management company and fund management
3. Funds related to the management company
4. Persons who are related to or connected with the fund management companies or real estate funds such as fund advisors Supervisor of the Fund real estate managers, etc.
5. Persons with controlling power

Transactions possibly causing conflicts of interest:

1. Transactions which are the acquisition or disposition of immovable properties or the leasehold rights of immovable properties that the Property Fund performs with related persons having specific characteristics as prescribed by the Notification of the SEC Office.
2. Transactions between the Fund and the Supervisor and Persons Related/Connected to the Supervisor/Supervisor or any other person who may have a conflict of interest
3. Transactions with the same group of persons

12.1 Transactions between the Fund and the Management Company and persons related to/connected with the Management Company

12.1.1 Person or business related to the Fund means a person or business that has control over the Fund or is controlled by the Fund whether directly or indirectly or under the same control as the Fund, including holding companies, subsidiaries, and businesses that are subsidiary companies in the same group. In addition, related persons or businesses include joint ventures and persons holding investment units with voting rights, directly or indirectly, and having significant influence on the Fund key executive director or employee of the Fund throughout the family members who are close to the said person and activities related to those persons.

The relationships of important related companies can be summarized as follows:

- Ek-Chai Company Distribution System Co., Ltd. is a property manager of the mutual fund and a major unit holder of the fund.

- Krung Thai Asset Management Public Company Limited is the fund manager.

12.1.2 Necessity and reasonableness of the transaction

Because the main assets that the Fund has invested, it is the purchase of real estate or leasehold right of immovable property that Ek-chai Distribution System Co., Ltd. is the owner or lessee prior to the investment date of the Fund. After the Fund has completed investing in the main assets, the Fund has appointed Ek-Chai Distribution System Company Limited to act as a property manager under the property management contract (This includes an agreement regarding the granting of the Fund the right to provide utility services to Ek-Chai Distribution System Co., Ltd. as a property manager). For fees and compensation related payments to Ek-Chai Distribution System Co.,

Ltd. at an appropriate rate, it is in the normal course of business as a transaction with other real estate managers (at arm's length transaction).

After Ek-chai Distribution System Co., Ltd. transferred the said core assets to the mutual fund, Ek-chai Distribution System Co., Ltd. entered into Master lease and service contracts with the Fund. The rental and service fees are at an appropriate rate. In normal trade practice, it is like a transaction with a long-term tenant who leases a large area that is not a connected person (at arm's length transaction). Tempe Co., Ltd. is also a major unitholder of the mutual fund. by holding approximately 25% of the total investment units sold.

In this regard, throughout the period that Ek-Chai Distribution System Company Limited is a property manager and/or unitholders of more than 10 % of the total number of sold investment units of the Fund Transactions related to the acquisition or disposition of assets between the Fund and Ek-chai Distribution System Co., Ltd. can be made only in the case of normal trading practices as if doing transactions with general partners who are not related to each other (at arm's length transaction) and proceed according to the Notification of the Office of the SEC No. SorThor. 14/2558.

Therefore, the management company and the Supervisor is of the opinion that the transaction between the mutual fund and the property manager is a good transaction and has been undertaken with due regard to the necessity and appropriateness of the mutual fund's business operations. It is based on normal trading conditions as if it were a transaction with a general counterparty that is not related to each other (at arm's length transaction) and is for the benefit of the unitholders of the mutual fund.

12.2 **Explain the transaction policy between the Fund/REIT and the connected person in the future and the trend of connected transactions in the future and guidelines for preventing conflicts of interest**

For Transaction Policy with Management Company, persons related to the management company and related persons, the Management Company will do the following:

(1) in transactions with related persons relating to real estate assets, the management company will comply with the regulations of the SEC Notification No. SorThor. 14/2558 regarding the detailed requirements on the prevention and management of conflicts of interest and the Notification of the Market Supervisory Board Capital No. Tor. 36/2562 on the Property Fund Management.

(2) In a transaction with a related person that meets both of the following elements:

(1) It is a transaction of acquiring or disposing of immovable property or leasehold right of immovable property.

(2) It is a transaction with a value of 100 million baht or more or from 3% of the Fund's net asset value. However, the calculation of such transaction value shall include the value of transactions occurring in a period of 6 months, which is a transaction that the Property Fund has made with related persons who are related in the manner of a group of people.

The management company will act only after receiving the unitholder's resolution to approve the transaction. according to the rules prescribed by the SEC Office

However, in the case of a transaction with a person related to the management company The management company will arrange for the Supervisor to check. and certified in writing that the transaction with the person concerned It is a transaction that is customary, as if it were a transaction with a non-specialized

customer (at arm's length transactions) and attached to the Supervisor's audit and certification documents. of the mutual fund together with a letter requesting a resolution or an invitation letter for a meeting of unitholders, as the case may be.

(2) Lists of related persons

**Report on list of related persons of the Krung Thai Assets Management Public Company Limited,
Lotus's Retail Growth Freehold and Leasehold Property Fund
(ending 28 February 2023)**

No.	Names of related persons	No.	Names of related persons
1	กองทุนเพื่อการฟื้นฟูและพัฒนาระบบสถาบันการเงิน	51	Mr.Eakamol Na-Ranong
2	Krungthai Bank	52	Miss.Tiwarin Wacharintranon
3	KTB COMPUTER SERVICES	53	Mr.Sornrith Triamworakul
4	Krungthai Law	54	Miss.Chanida Ophanurak
5	Krungthai General Services and Security	55	Miss.Atijit Manuchai
6	Krungthai Asset Management	56	Mr.Ekkarin Plong-Oun
7	KTB ADVISORY CO.,LTD	57	Mrs.Chantana Songsithichoke
8	Mr.Vachara Tuntariyanond	58	Miss.Asara Chalermmuk
9	Mr. Surapol Opassatain	59	Mrs.Sumalee Meethaem
10	Pol. Gen. Jaruvat Vaisaya	60	Miss.Ranida Satanupong
11	Mr. Luechai Chaiparinya	61	Mrs.Jirapa Kumpusiri
12	Associate Professor Dr. Anamai Damnet	62	Mr.Pakorn Tammakul
13	Mr. Rungruang Sukkirdkijpiboon	63	Mrs.Jutamas Nusprayoon
14	Mrs. Laddawan Meksupha	64	Mrs.Natchanan Wungtanagorn
15	Mrs.Chavinda Hanratanakool	65	Mr.Vischupong Charoeniam
16	Mr.Veera Vutthikongsirigool	66	Miss.Anutama Bumrungsiri
17	Mr.Wirote Tangcharoen	67	Miss.Warunee Thongphew
18	Miss.Hasawara Sangruji	68	Mr.Chanawit Lertlum-Ampai
19	Miss.Voravanee Tangsirikusolwong	69	Mr.Dechanan Thanapob
20	Mr.Yuttapon Wittayapanitchagorn	70	Mrs.Buathip Chantarakarn
21	Miss.Philaiwan Ongthumgul	71	Miss.Peerapa Sukrojrat
22	Mrs.Rungtawan Isarapandh	72	Mr.Kittichet Surachetpanich
23	Mrs.Saengchan Lee	73	Mrs.Janphen Malayasuwan
24	Mr.Seri Rabintosaporn	74	Miss.Nisawas Kritpraypa
25	Mr.Chatchaphol Srivaleepan	75	Miss.Orawan Kiatphisansakun
26	Mr.Somchai Amornthum	76	Miss.Phonphan Manotkun
27	Mr.Piraj Migasena	77	Miss.Maneeporn Duangmanee
28	Mr.Karn Latchitakul	78	Miss.Nongnuch Thongsin

No.	Names of related persons	No.	Names of related persons
29	Miss.Asama Lertladasak	79	Miss.Pattaramon Vorasahavat
30	Mr.Thoetyot Phachongsinwiwat	80	Mrs.Vorapreya Chamnongharn
31	Mr.Natphawin Mapaisansin	81	Mr. Anuchit Katetrakul
32	Mr.Sornchai Triamworakul	82	Miss.Rungthip Tangjittkongpittaya
33	Mr.Amornsak Wongseng	83	Miss.Rattawan Chuechurtsupong
34	Mr.Kittisak Boonrasri	84	Mr.Chokchai Tiratsakorn
35	Mr.Nutta Mahattana	85	Mr.Nutthapoom Ponganunchok
36	Miss.Tippawan Pattarakitnitikul	86	Miss.Kongkaew Kumpai
37	Miss.Nongluck Tungjaiphath	87	Mrs.Jirapa Kumpusiri
38	Mr.Therdsak Saengwimol	88	Mrs.Kobkarn Iumchitkusol
39	Mr.Somkiat Rueng-Udom	89	Mr.Pakorn Tammakul
40	Mr.Yernyong Thepjumnong	90	Mr.Chinrath Sungkakhun
41	Mr.Sarawut Iranoppaiboon	91	Mr.Chanat Kongpattanasiri
42	Mr.Sakchai Wimolchaijit	92	Mr.Ratchawut Chaisubanan
43	Mr.Peerapong Kitjakarn	93	Miss.Duangporn Jongsrisawat
44	Mrs.Sunee Naewphanich	94	Miss.Ratirut Thanyavanich
45	Miss.Wilasinee Assawangkoon	95	Miss.Chatchanok Sripramoch
46	Mrs.Supakorn Sujiratanawimol	96	Miss.Wangamon Leewanich
47	Miss.Siwaporn Wudanuphan	97	Miss.Napassorn Neungjamnong
48	Mr.Montree Thaweewityakul	98	Mrs.Nitawan Israsena Na Ayudhya
49	Mrs.Pornpim Chokriansukchai	99	Ek-Chai Distribution System Co., Ltd.
50	Miss.Koonnatta Aphihalikitthchai	100	HSBC

Transactions with related parties

The Fund has established Ek-Chai Distribution System Company Limited, which is a major unitholder of the Fund, in the proportion of approximately 25% of the total number of investment units sold acting as asset manager of the Fund.

Part 4 Financial Position and Operating Performance

13) Significant financial information

Statement of Financial Position (million baht)	For the year ended, as of FEB 28 (29)		
	2022/23	2021/22	2020/21
Assets			
Investments in properties	29,747.69	31,065.90	31,331.81
Investments in debt securities	1,505.51	909.66	939.87
Cash and cash equivalents	460.02	954.32	695.27
Rental receivables, net	209.28	148.23	272.94
Deferred expenses	26.86	28.11	26.75
Right of use asset	171.45	180.85	-
Other assets	1.60	7.23	8.30
Total assets	32,122.41	33,294.29	33,274.95
Liabilities			
Other accounts payable	81.23	73.60	99.14
Rental income received in advance	74.72	61.50	64.17
Deposits received from customers	362.45	363.60	355.46
Accrued expenses	145.34	131.00	101.64
Withholding tax payable	1.41	1.35	0.49
Borrowing	2,450.00	2,450.00	2,450.00
Lease Liabilities - Right of use asset	176.41	192.41	-
Lease Liabilities	556.68	587.00	611.97
Total liabilities	3,848.23	3,860.46	3,682.86
Net assets	28,274.17	29,433.83	29,592.09
Net assets consist of			
Capital from unitholders	25,493.67	25,493.67	25,493.67
Retained earnings	2,780.50	3,940.16	4,098.41
Net assets	28,274.17	29,433.83	29,592.09
Net assets value per unit (baht)	12.0970	12.5931	12.6608
Number of units outstanding at the year ended (in million)	2,337.28	2,337.28	2,337.28

Statement of Comprehensive income (million baht)	For the year ended, as of FEB 28 (29)		
	2022/23	2021/22	2020/21
Investment income			
Rental and service income	2,687.10	2,304.70	2,368.36
Interest income	8.27	5.14	7.79
Other income	91.31	63.03	4.76
Total income	2,786.67	2,372.87	2,380.91
Expenses			
Management fee	15.39	15.32	15.33
Fund supervisor fee	3.01	3.04	3.05
Registrar fee	4.51	4.55	4.57
Property management fee	245.55	236.19	232.02
Professional fee	1.71	1.71	1.71
Operating expenses	274.69	276.62	232.94
Depreciation expense of right of use asset	9.39	7.15	-
Other expenses	6.07	6.73	12.23
Interest expenses	71.27	62.61	62.11
Total expenses	631.59	613.92	563.96
Net investment income	2,155.09	1,758.95	1,816.95
Net gain (loss) from investments			
Net unrealised gain (loss) from investments valuation	(1,447.96)	(332.76)	(427.08)
Total net gain (loss) from investments	(1,447.96)	(332.76)	(427.08)
Increase (decrease) in net assets from operations	707.13	1,426.19	1,389.87
Statement of Changes in Net Assets	2022/23	2021/22	2020/21
Increase in net assets from operation during the year			
Increase (decrease) in net assets from operations	707.13	1,426.19	1,389.87
Dividend payment	(1,866.79)	(1,584.44)	(1,793.40)
Net increase (decrease) in net assets during the year	(1,159.66)	(158.25)	(403.53)
Net assets at the beginning of the year	29,433.83	29,592.09	29,995.62
Retrospective adjustments	-	-	-
Net assets at the end of the year	28,274.17	29,433.83	29,592.09

Statement of Cash Flows	For the year ended, as of FEB 28 (29)		
(million baht)	2022/23	2021/22	2020/21
Cash flows from operating activities			
Increase (decrease) in net assets from operations	707.13	1,426.19	1,389.87
Adjustments to reconcile net increase in net assets from operations to net cash provided by operating activities	777.06	459.47	380.66
Net cash provided by operating activities	1,484.19	1,885.66	1,770.52
Cash flows from financing activities			
Payment for lease liabilities	(67.22)	-	-
Dividend payment	(1,866.79)	(1,584.44)	(1,793.40)
Interest paid	(44.47)	(42.17)	(48.37)
Net cash used in financing activities	(1,978.48)	(1,626.61)	(1,841.77)
Net increase (decrease) in cash and cash equivalents	(494.29)	259.05	(71.24)
Cash and cash equivalents at the beginning of the year	954.32	695.27	766.51
Cash and cash equivalents at the end of the year	460.02	954.32	695.27

14) Management Discussion and Analysis

14.1) Significant operations in the past fiscal year compared with the previous fiscal year

(1) Operational performance of benefiting from real estate assets and from marketable securities

In the fiscal year 2022/23 (ended Feb 28, 2023), the Fund has total income of approximately 2,786.67 million baht, increase from the fiscal year 2021/22 (ended Feb 28, 2022) at approximately 413.80 million baht or 17.44%. Due to COVID-19 pandemic in Thailand has eased, while in the fiscal year 2022/23, the Fund has total expenses of approximately 631.59 million baht, increase from the fiscal year 2021/22 at approximately 17.67 million baht or 2.88%. As a result, in the fiscal year 2022/23, the Fund has net investment income of approximately 2,155.09 million baht, increase from the fiscal year 2021/22 at approximately 396.14 million baht or 22.52%, with details as follows:

(million baht)	For the year ended, as of FEB 28 (29)							
	Fiscal Year		Up (Down)		Fiscal Year		Up (Down)	
	2022/23	2021/22	Amount	%	2021/22	2020/21	Amount	%
Investment income								
Income from investment properties	2,778.41	2,367.73	410.68	17.34	2,367.73	2,373.12	(5.39)	(0.23)
Income from liquidity assets	8.27	5.14	3.13	60.88	5.14	7.79	(2.65)	(34.02)
Total income	2,786.67	2,372.87	413.80	17.44	2,372.87	2,380.91	(8.04)	(0.34)
Expenses								
Property management expenses	535.70	526.69	9.02	1.71	526.69	477.19	49.49	10.37
Management fee	15.39	15.32	0.06	0.40	15.32	15.33	(0.01)	(0.05)
Fund supervisor fee	3.01	3.04	(0.03)	(0.96)	3.04	3.05	(0.01)	(0.41)
Registrar fee	4.51	4.55	(0.04)	(0.96)	4.55	4.57	(0.02)	(0.41)
Professional fee	1.71	1.71	(0.00)	(0.11)	1.71	1.71	0.00	0.15
Interest expenses	71.27	62.61	8.66	13.84	62.61	62.11	0.50	0.81
Total expenses	631.59	613.92	17.67	2.88	613.92	563.96	49.96	8.86
Net investment income	2,155.09	1,758.95	396.14	22.52	1,758.95	1,816.95	(58.00)	(3.19)

(2) Sharing of benefits to unitholders

From the operational performance in obtaining benefits from property assets and from marketable securities in the fiscal year 2022/23 above, the Fund can pay benefits to unitholders (dividends) equal to 0.8282 baht/unit, increase from the fiscal year 2021/22 at 0.1508 baht/unit or 22.26%, with the following details:

(million baht)	For the year ended, as of FEB 28 (29)							
	Fiscal Year		Up (Down)		Fiscal Year		Up (Down)	
	2022/23	2021/22	Amount	%	2021/22	2020/21	Amount	%
Net investment income	2,155.09	1,758.95	396.14	22.52	1,758.95	1,816.95	(58.00)	(3.19)
Total net gain (loss) from investments	(1,447.96)	(332.76)	(1,115.20)	335.14	(332.76)	(427.08)	94.32	(22.09)
Adjusted net income	707.13	1,426.19	(719.06)	(50.42)	1,426.19	1,389.87	36.32	2.61
Adjusted net income per unit (baht)	0.3025	0.6102	(0.3076)	(50.42)	0.6102	0.5947	0.0155	2.61
Dividend payment per unit (baht)	0.8282	0.6774	0.1508	22.26	0.6774	0.6995	(0.0221)	(3.16)
DIV payout ratio, compared to ADJ NI	274%	111%			111%	118%		

(3) Liquidity and sources of proceeds of the Fund

At fiscal year 2022/23 ended, the Fund has a net proceeds of approximately 460.02 million baht, details are as follows:

(million baht)	For the year ended, as of FEB 28 (29)			
	Fiscal Year		Fiscal Year	
	2022/23	2021/22	2021/22	2020/21
Source of proceeds				
Operating proceeds, net	1,484.19	1,885.66	1,885.66	1,770.52
Use of proceeds				
Payment for lease liabilities	(67.22)	-	-	-
Dividend payment	(1,866.79)	(1,584.44)	(1,584.44)	(1,793.40)
Interest paid	(44.47)	(42.17)	(42.17)	(48.37)
Sum use of proceeds	(1,978.48)	(1,626.61)	(1,626.61)	(1,841.77)
Net proceeds	(494.29)	259.05	259.05	(71.24)
Net proceeds, beginning	954.32	695.27	695.27	766.51
Net proceeds, ending	460.02	954.32	954.32	695.27

(4) Financial Position of the Fund

As of the end of fiscal year 2022/23, the Fund has net assets of approximately 28,274.17 million baht, decrease from the fiscal year 2021/22 by approximately (1,159.66) million baht or (3.94%). The main assets of the Fund are investment in real estate property at fair value, details are as follows.

(million baht)	For the year ended, as of FEB 28 (29)							
	Fiscal Year		Up (Down)		Fiscal Year		Up (Down)	
	2022/23	2021/22	Amount	%	2021/22	2020/21	Amount	%
Assets								
Investments in properties	29,747.69	31,065.90	(1,318.21)	(4.24)	31,065.90	31,331.81	(265.92)	(0.85)
Investments in debt securities	1,505.51	909.66	595.85	65.50	909.66	939.87	(30.21)	(3.21)
Cash and cash equivalents	460.02	954.32	(494.29)	(51.80)	954.32	695.27	259.05	37.26
Other operating assets	409.19	364.42	44.77	12.28	364.42	307.99	56.43	18.32
Total assets	32,122.41	33,294.29	(1,171.88)	(3.52)	33,294.29	33,274.95	19.34	0.06
Liabilities								
Other operating liabilities	302.70	267.45	35.25	13.18	267.45	265.43	2.02	0.76
Deposits received from customers	362.45	363.60	(1.15)	(0.32)	363.60	355.46	8.14	2.29
Borrowing	2,450.00	2,450.00	-	-	2,450.00	2,450.00	-	-
Lease liabilities	733.09	779.41	(46.33)	(5.94)	779.41	611.97	167.45	27.36
Total liabilities	3,848.23	3,860.46	(12.23)	(0.32)	3,860.46	3,682.86	177.60	4.82
Net assets	28,274.17	29,433.83	(1,159.66)	(3.94)	29,433.83	29,592.09	(158.25)	(0.53)

14.2) Factors or events that may significantly affect the financial position in the future

The Fund has a policy to invest in real estate assets and leasehold rights in real estate which is a Lotus Shopping Center. Currently, there are 23 branches with the objective of finding benefits from the real estate assets and the leasehold rights of such real estate to make benefits for the unitholders on a regular basis and in the long term. Factors that may affect the benefits of the Fund are as follows:

Internal factors

- 1) Restrictions on additional investments in real estate assets in new projects according to the announcement of the SEC, causing the Fund to be unable to increase capital to use money to invest in new shopping center projects to generate additional benefits for unitholders
- 2) Restrictions on borrowing money to develop real estate assets because at present the Fund's loan facility (10% of the Fund's net asset value) has been used to invest in the Lotus Shopping Center Navanakorn branch. However, the Fund has a policy to reserve funds from the net investment income for development. Real estate assets according to the Fund's plan

External factors

- 1) The retail business sector in Thailand is highly competitive, for example price competition. The budget is used for organizing promotions. Various advertisements to attract customers to use the service. Currently, the Fund has direct competitors (Do retail business like Lotus Shopping Center) and indirectly (newly opened shopping malls nearby) occur a lot, which may affect the tenants or users of the Fund to decrease.
- 2) Anxiety about the overall economic condition of the country affects the confidence and purchasing power of the users in shopping centers and may affect the ability to pay rent of the mutual fund tenants, which makes the Fund unable to increase the rental rate according to the target.
- 3) The change in consumer behavior following the development of information technology affects the overall retail business. As a result, tenants have to adjust in order to maintain their competitiveness, for example, using new technologies to help increase marketing channels. The use of payment systems such as Digital Payment, etc. and may cause the tenant to have more costs in doing business. Affects the ability to pay rent of the Fund's space tenants which makes the Fund unable to increase the rental rate according to the target.
- 4) The situation of the Covid-19 epidemic in Thailand which greatly affects the business operations and the ability to pay rent of the Fund's tenants.

**LOTUS'S RETAIL GROWN FREEHOLD AND
LEASEHOLD PROPERTY FUND**

**STATUTORY FINANCIAL STATEMENTS
28 FEBRUARY 2023**



Independent Auditor's Report

To the Unitholders of Lotus's Retail Growth Freehold and Leasehold Property Fund

My opinion

In my opinion, the financial statements present fairly, in all material respects, the financial position of Lotus's Retail Growth Freehold and Leasehold Property Fund ("the Fund") and its financial performance and its cash flows for the year then ended in accordance with the accounting guideline for the Property Fund, Real Estate Investment Trust, Infrastructure Fund and Infrastructure Trust established by the Association of Investment Management Companies and endorsed by the Securities and Exchange Commission, Thailand.

What I have audited

The Fund's financial statements comprise:

- the statement of financial position as at 28 February 2023;
- the statement of details of investments as at 28 February 2023;
- the statement of comprehensive income for the year then ended;
- the statement of changes in net assets for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of my report. I am independent of the Fund in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (TFAC Code) that are relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the TFAC Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key audit matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the financial statements of the current period. I determine one key audit matter: valuation of investment in freehold and leasehold properties. The matter was addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on the matter.



Key audit matter

How my audit addressed the key audit matter

Valuation of investments properties and leasehold properties

Refer to Note 6 to the financial statements for critical accounting estimates and judgements and Note 11 to the financial statements for investments in properties at fair value.

As at 28 February 2023, The Fund has total cost of investments in freehold and leasehold properties Baht 29,011 million, and total fair value of Baht 29,748 million which estimated fair value using the income approach by the independent professional appraisers authorised by the Securities and Exchange Commission.

I focused on this area because the valuation of investments in freehold and leasehold properties involved significant judgement by the Fund Manager and the Fund Manager's assumptions in determining the fair value of investments in freehold and leasehold properties. The valuation is based on the estimated future net cash flows adjusting by revenue growth rate, occupancy rate, estimated future income and expense and discounted rate. However, there is the estimation uncertainty of cash flows received from freehold and leasehold properties throughout the lifetime of properties and leasehold periods.

I discussed with the Fund manager and independent appraisers to understand the basis including the key assumptions used for measurement the valuation of investments in freehold and leasehold properties.

I assessed the independent appraisers' competence, capabilities and objectivity and verified their qualifications.

I assessed the valuation method applied and checked validity of data used in the estimation of the expected future cash flows received from freehold and leasehold properties as follows:

- Evaluated the appropriateness of the estimated future cash flows used in fair value appraisal report from independent appraisers by checking the data inputs with the supporting documentations as follows:
 - Compare the estimated future net cash flows from freehold and leasehold properties with the estimated revenue, expenses and net income throughout properties' lifetime and leasehold periods
 - Evaluate the revenue growth rate with lease contracts and historical growth rate
 - Evaluate the occupancy rate with the average occupancy rate from historical information
 - Benchmark the discount rate against similar industry
- Recomputed the calculation of valuation of investments in freehold and leasehold properties based on the expected future cash flows and discounted with the market rate.

As a result of all the above procedures performed, I viewed that Fund manager's judgements and assumptions used in relation to the valuation of investment in freehold and leasehold properties were properly applied within an acceptable range of reasonable estimates.



Other information

The Fund manager is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and my auditor's report thereon. The annual report is expected to be made available to me after the date of this auditor's report.

My opinion on the financial statements does not cover the other information and I will not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to the Fund Manager.

Responsibilities of the Fund Manager for the financial statements

The Fund Manager is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting guideline for the Property Fund, Real Estate Investment Trust, Infrastructure Fund and Infrastructure Trust established by the Association of Investment Management Companies and endorsed by the Securities and Exchange Commission, Thailand, and for such internal control as the Fund Manager determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Fund Manager is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Fund Manager either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Fund Manager.



- Conclude on the appropriateness of the Fund Manager's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with the Fund Manager regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide the Fund Manager with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with the Fund Manager, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.


Tithinun Vankeo
Certified Public Accountant (Thailand) No. 9432
Bangkok
24 April 2023

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Financial Position
As at 28 February 2023

	Notes	2023 Baht	2022 Baht
Assets			
Investments in debt securities measured at fair value through profit or loss (cost as at 28 February 2023: Baht 1,504 million) 28 February 2022: Baht 909 million)	9,10	1,505,509,520	909,658,197
Investments in properties at fair value (cost as at 28 February 2023: Baht 29,011 million) 28 February 2022: Baht 28,880 million)	9,11	29,747,690,261	31,065,898,467
Cash and cash equivalents	12	460,022,114	954,315,807
Rental receivables, net	13	209,279,279	148,232,240
Deferred expenses	14	26,856,490	28,114,946
Right of use asset	15	171,453,171	180,846,808
Other assets		1,596,661	7,225,051
Total assets		32,122,407,496	33,294,291,516
Liabilities			
Other accounts payable		81,230,552	73,599,595
Rental income received in advance		74,715,756	61,503,606
Deposits received from customers		362,450,043	363,599,684
Accrued expenses		145,342,102	130,997,030
Withholding tax payable		1,408,202	1,345,559
Borrowing	16	2,450,000,000	2,450,000,000
Lease Liabilities - Right of use asset	17	176,406,867	192,411,187
Lease Liabilities	18	556,680,117	587,002,722
Total liabilities		3,848,233,639	3,860,459,383
Net assets		28,274,173,857	29,433,832,133
Net assets:			
Capital received from unitholders		25,493,674,665	25,493,674,665
Retained earnings	19	2,780,499,192	3,940,157,468
Net assets		28,274,173,857	29,433,832,133
Net assets value per unit (Baht)		12.0970	12.5931
Number of units outstanding at the end of the year (units)		2,337,282,928	2,337,282,928


 (Piraj Migasena)
 Executive Vice President

Date _____


 (Sunee Naewphanich)
 Senior Vice President

Date _____

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments						
Investments in properties at fair value						
Ownership on lands and buildings						
1. Srinakarin Project						
Location No.9 Moo 6, Bangmuangmai Sub-district						
Muang District, Samutprakarn						
- Ownership on land of 48-1-74 rai	817,369			817,369		
- Ownership of shopping mall buildings, component buildings and utility system	2,180,223			2,180,223		
- Ownership of furniture and fixtures, and equipment used in operation	14,742			14,742		
- Related cost on acquisition	3,347			3,347		
- Renovation and lease contract acquisition cost	186,392			158,166		
	3,202,073	3,612,312	12	3,173,847	3,608,753	11
2. Krabi Project						
Location No.191 Moo 12, Krabi Noi Sub-district						
Muang District, Krabi						
- Ownership on land of 30-1-52 rai	185,030			185,030		
- Ownership of shopping mall buildings, component buildings and utility system	1,324,960			1,324,960		
- Ownership of furniture and fixtures, and equipment used in operation	7,491			7,491		
- Related cost on acquisition	2,307			2,307		
- Renovation and lease contract acquisition cost	47,683			44,405		
	1,567,471	2,010,920	6	1,564,193	2,073,945	6

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Ownership on lands and buildings (Cont'd)						
3. Prachachuen Project						
Location No.829, Pracharat 2 Road						
Bangsue District, Bangkok						
- Ownership on land of 14-3-93 rai	513,680			513,680		
- Ownership of shopping mall buildings, component buildings and utility system	991,934			991,934		
- Ownership of furniture and fixtures, and equipment used in operation	4,995			4,995		
- Related cost on acquisition	2,643			2,643		
- Renovation and lease contract acquisition cost	40,726			35,377		
	1,553,978	1,700,860	5	1,548,629	1,691,730	5
4. Rangsit Klong 7 Project						
Location No. 41/2, Lumpakkood Sub-district						
Thanyaburi District, Pathumthani						
- Ownership on land of 144-1-71 rai	394,554			394,554		
- Ownership of shopping mall buildings, component buildings and utility system	657,856			657,856		
- Ownership of furniture and fixtures, and equipment used in operation	4,429			4,429		
- Related cost on acquisition	1,769			1,769		
- Renovation and lease contract acquisition cost	23,338			20,267		
	1,081,946	1,397,944	4	1,078,875	1,449,969	5

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Ownership on lands and buildings (Cont'd)						
7. Pranburi Project						
Location No.706 Moo 7, Kao-noi Sub-district Pranburi District, Prajuabkirkun						
- Ownership on land of 22-3-59 rai	96,401			96,401		
- Ownership of shopping mall buildings, component buildings and utility system	619,247			619,247		
- Ownership of furniture and fixtures, and equipment used in operation	4,057			4,057		
- Related cost on acquisition	1,051			1,051		
- Renovation and lease contract acquisition cost	10,820			9,666		
	731,576	868,995	3	730,422	875,787	3
8. Mahachai Project						
Location No.119 Moo7, Tasai Sub-district Muang District, Samutsakorn						
- Ownership on land of 20-3-71 rai	159,585			159,585		
- Ownership of shopping mall buildings, component buildings and utility system	433,740			433,740		
- Ownership of furniture and fixtures, and equipment used in operation	6,276			6,276		
- Related cost on acquisition	1,712			1,712		
- Renovation and lease contract acquisition cost	30,213			28,625		
	631,526	435,606	1	629,938	584,465	2

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Ownership on lands and buildings (Cont'd)						
5. Tung Song Project						
<u>Location</u> No.144 Moo 2, Nonghong Sub-district						
Tung Song District, Nakorn Srithammarat						
- Ownership on land of 30-2-86 rai	177,201			177,201		
- Ownership of shopping mall buildings, component buildings and utility system	708,582			708,582		
- Ownership of furniture and fixtures, and equipment used in operation	4,565			4,565		
- Related cost on acquisition	1,250			1,250		
- Renovation and lease contract acquisition cost	18,895			17,732		
	910,493	736,355	2	909,330	838,128	3
6. Singburi Project						
<u>Location</u> No.189 Moo 7, Bangnga Sub-district						
Thawung District, Lopburi						
- Ownership on land of 24-2-9 rai	123,964			123,964		
- Ownership of shopping mall buildings, component buildings and utility system	605,034			605,034		
- Ownership of furniture and fixtures, and equipment used in operation	5,168			5,168		
- Related cost on acquisition	1,416			1,416		
- Renovation and lease contract acquisition cost	15,541			13,432		
	751,123	627,108	2	749,014	737,695	2

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

Type of investments (Cont'd)	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Investments in properties at fair value (Cont'd)						
Ownership on lands and buildings (Cont'd)						
9. Maesai Project						
Location No.156 Moo 6, Weangpang Kham Sub-district Maesai District, Chiangrai						
- Ownership on land of 32-3-0 rai	184,653			184,653		
- Ownership of shopping mall buildings, component buildings and utility system	391,330			391,330		
- Ownership of furniture and fixtures, and equipment used in operation	3,937			3,937		
- Related cost on acquisition	1,448			1,448		
- Renovation and lease contract acquisition cost	30,609			28,330		
	611,977	817,989	3	609,698	902,156	3
10. Ranong Project						
Location No.25/15 Moo 1, Petchkasem Road Bangruen Sub-district, Muang District, Ranong						
- Ownership on land of 26-0-51 rai	99,992			99,992		
- Ownership of shopping mall buildings, component buildings and utility system	454,400			454,400		
- Ownership of furniture and fixtures, and equipment used in operation	5,045			5,045		
- Related cost on acquisition	973			973		
- Renovation and lease contract acquisition cost	19,380			16,835		
	579,790	669,554	2	577,245	654,746	2

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Ownership on lands and buildings (Cont'd)						
11. Phuket Project						
<u>Location</u> No.104 Moo 5, Chaloem Phrakiat Ratchakam Thi 9 Road						
Ratsada Sub-district, Muang Phuket District, Phuket						
- Ownership on land of 44-2-0 rai	314,379			314,379		
- Ownership of shopping mall buildings, component buildings and utility system	2,550,910			2,550,910		
- Ownership of furniture and fixtures, and equipment used in operation	9,642			9,642		
- Related cost on acquisition	4,322			4,322		
- Renovation and lease contract acquisition cost	152,805			144,607		
	3,032,058	3,088,086	10	3,023,860	3,218,848	10
12. Salaya Project						
<u>Location</u> No.99/14 Moo 1, Bangtoey Sub-district						
Sam Phran District, Nakornpathom						
- Ownership on land of 38-3-99 rai	345,883			345,883		
- Ownership of shopping mall buildings, component buildings and utility system	1,402,608			1,402,608		
- Ownership of furniture and fixtures, and equipment used in operation	8,580			8,580		
- Related cost on acquisition	22,734			22,734		
- Renovation and lease contract acquisition cost	73,423			57,685		
	1,853,228	2,023,875	6	1,837,490	2,002,816	6

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Ownership on lands and buildings (Cont'd)						
13. Nakornsi Thammarat Project						
Location No.15, Pattanakorn-Khukhwang Road Naimueang Sub-district, Mueng District, Nakornsi Thammarat						
- Ownership on land of 26-0-34 rai	195,037			195,037		
- Ownership of shopping mall buildings, component buildings and utility system	971,550			971,550		
- Ownership of furniture and fixtures, and equipment used in operation	9,964			9,964		
- Related cost on acquisition	2,900			2,900		
- Renovation and lease contract acquisition cost	88,130			84,280		
	1,267,581	1,413,698	5	1,263,731	1,407,063	4
14. Navanakorn Project						
Location Navanakorn Industrial Promotion Zone at 98/103 Moo13, Klong 1 Sub-District, Klong Luang District, Pathumthani Province, Thailand						
- Ownership on land of 31-0-5 rai	701,484			701,484		
- Ownership of shopping mall buildings, component buildings and utility system	1,522,719			1,522,719		
- Ownership of furniture and fixtures, and equipment used in operation	23,322			23,322		
- Related cost on acquisition	39,201			39,201		
- Renovation and lease contract acquisition cost	42,708			26,203		
	2,329,434	2,554,841	8	2,312,929	2,513,175	8

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Ownership on partial lands, ownership on buildings, and leasehold right on partial land						
1. Samui Project						
<u>Location</u> No.17 Moo 6, Bo Phut Sub-district Koh Samui District, Surat Thani						
- Rental period from 14 March 2012 - 29 August 2035						
- Ownership on land of 22-1-52 rai	95,356			95,356		
- Leasehold right on land of 24-3-78 rai	66,991			66,991		
- Ownership of shopping mall buildings, component buildings and utility system	1,048,229			1,048,229		
- Ownership of furniture and fixtures, and equipment used in operation	6,338			6,338		
- Related cost on acquisition	5,221			5,221		
- Renovation and lease contract acquisition cost	54,763			50,387		
- Right-of-use assets	19,582			19,582		
	1,296,480	788,256	3	1,292,104	892,594	3
2. Pitsanulok Project						
<u>Location</u> No.909 Moo 3, Aranyik Sub-district Mueng Pitsanulok						
- Rental period from 14 March 2012 - 29 August 2035						
- Ownership on land of 30-0-71 rai	260,211			260,211		
- Leasehold right on land of 0-2-60 rai	2,025			2,025		
- Ownership of shopping mall buildings, component buildings and utility system	837,028			837,028		
- Ownership of furniture and fixtures, and equipment used in operation	8,327			8,327		
- Related cost on acquisition	2,286			2,286		
- Renovation and lease contract acquisition cost	106,690			102,972		
- Right-of-use assets	2,378			2,378		
	1,218,945	1,051,675	3	1,215,227	1,132,321	4

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Leasehold right on lands and ownership on buildings						
1. Amatanakorn Project						
<u>Location</u> , No.700/75 Moo 5, Klongtamru Sub-district Muang District, Chonburi						
- Rental period from 14 March 2012 - 20 October 2039						
- Leasehold right on land of 45-1-36 rai	117,598			117,598		
- Ownership of shopping mall buildings, component buildings and utility system	1,401,301			1,401,301		
- Ownership of furniture and fixtures, and equipment used in operation	2,721			2,721		
- Related cost on acquisition	4,687			4,687		
- Renovation and lease contract acquisition cost	72,981			69,114		
- Right-of-use assets	5,697			5,697		
	1,604,985	1,795,112	6	1,601,118	2,025,861	6
2. Petchaboon Project						
<u>Location</u> , No.929 Moo 2, Sa-Deang Sub-district Muang Petchaboon						
- Rental period from 14 March 2012 - 8 February 2038						
- Leasehold right on land of 43-2-5 rai	52,219			52,219		
- Ownership of shopping mall buildings, component buildings and utility system	645,149			645,149		
- Ownership of furniture and fixtures, and equipment used in operation	5,389			5,389		
- Related cost on acquisition	3,294			3,294		
- Renovation and lease contract acquisition cost	32,692			32,094		
- Right-of-use assets	52,659			52,659		
	791,402	797,289	3	790,804	877,493	3

The notes to the financial statements are an integral part of these financial statements.

Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Leasehold right on lands and ownership on buildings (Cont'd)						
3. Lumlukka Klong 6 Project						
Location, No.75 Moo 5, Bungkumploy Sub-district Lumlukka District, Pathumthani						
- Rental period from 14 March 2012 - 14 May 2037						
- Leasehold right on land of 33-1-0 rai						
- Ownership of shopping mall buildings, component buildings and utility system	57,443			57,443		
- Ownership of furniture and fixtures, and equipment used in operation	453,030			453,030		
- Related cost on acquisition	5,818			5,818		
- Renovation and lease contract acquisition cost	3,354			3,354		
- Right-of-use assets	16,783			13,994		
	33,034			33,034		
	569,462	533,178	3	566,673	603,183	3
4. Sena Project						
Location, No.49 Moo 1, Highway No.3263 Bangnomko Sub-district, Sena District Ayutthaya						
- Rental period from 14 March 2012 - 3 April 2038						
- Leasehold right on land of 24-2-96 rai						
- Ownership of shopping mall buildings, component buildings and utility system	29,665			29,665		
- Ownership of furniture and fixtures, and equipment used in operation	359,073			359,073		
- Related cost on acquisition	3,487			3,487		
- Renovation and lease contract acquisition cost	1,450			1,450		
- Right-of-use assets	8,799			7,213		
	6,868			6,868		
	409,342	366,153	1	407,756	390,549	1

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

Type of investments (Cont'd)	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Investments in properties at fair value (Cont'd)						
Leasehold right on lands and ownership on buildings (Cont'd)						
5. Bangpoo Project						
Location, No.2502 Moo 3, Sukhumvit Road, Bangpoo-mai Sub-district, Mueng Samutprakarn District, Samutprakarn						
- Rental period from 4 December 2012 - 4 October 2038				69,270		
- Leasehold right on land of 55-0-80 rai	69,270					
- Ownership of shopping mall buildings, component buildings and utility system	569,726			569,726		
- Ownership of furniture and fixtures, and equipment used in operation	4,820			4,820		
- Related cost on acquisition	6,509			6,509		
- Renovation and lease contract acquisition cost	14,430			11,840		
- Right-of-use assets	63,294			63,294		
	728,049	761,884	2	725,459	779,867	2
6. Rangsit-Nakornnayok Project						
Location, No.90 Moo 2, Rangsit-Nakornnayok Road, Buen Yitoe Sub-district, Thanyaburi District, Phatumthani						
- Rental period from 4 December 2012 - 6 September 2036						
- Leasehold right on land of 33-2-0 rai	120,251			120,251		
- Ownership of shopping mall buildings, component buildings and utility system	524,487			524,487		
- Ownership of furniture and fixtures, and equipment used in operation	8,091			8,091		
- Related cost on acquisition	10,059			10,059		
- Renovation and lease contract acquisition cost	30,183			19,088		
- Right-of-use assets	120,557			120,557		
	813,628	703,126	2	802,533	700,392	2

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023			2022		
	Cost Baht'000	Fair value Baht'000	% of fair value	Cost Baht'000	Fair value Baht'000	% of fair value
Type of investments (Cont'd)						
Investments in properties at fair value (Cont'd)						
Leasehold right on land and buildings						
1. Rama I Project						
Location: No.831 Rama I Road, Wangmai Sub-district Pathumwan District, Bangkok						
- Rental period from 15 March 2012 - 11 December 2034						
- Leasehold right on land of 12-3-11 rai and shopping mall buildings, component buildings and utility system	1,026,213			1,026,213		
- Ownership of furniture and fixtures, and equipment used in operation	68,969			68,969		
- Related cost on acquisition	10,784			10,784		
- Renovation and lease contract acquisition cost	82,315			76,950		
- Right-of-use assets	286,213			286,213		
	1,474,494	992,874	3	1,469,129	1,104,362	3
Total investments in properties	29,011,041	29,747,690	95	28,880,004	31,065,898	97

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Details of Investments (Cont'd)
As at 28 February 2023

	2023				2022			
	Cost	Fair value	% of	Maturity	Cost	Fair value	% of	Maturity
	Baht'000	Baht'000	fair value		Baht'000	Baht'000	fair value	
Type of investments (Cont'd)								
Investments in debt securities measured at fair value through profit or loss								
Government bonds								
Bank of Thailand: BOT 21/52/91D	199,458	199,963	1	9 March 2023	554,468	554,823	2	31 March 2022
Bank of Thailand: BOT 22/1/91D	352,399	352,791	1	30 March 2023	219,800	219,920	1	7 April 2022
Bank of Thailand: BOT 22/3/91D	219,618	219,855	1	7 April 2023	134,851	134,916	-	21 April 2022
Bank of Thailand: BOT 22/49/91D	134,692	134,830	-	20 April 2023				
Bank of Thailand: BOT 23/3/91D	199,231	199,492	1	5 May 2023				
Bank of Thailand: BOT 23/5/92D	199,245	199,418	1	11 May 2023				
Bank of Thailand: BOT 23/6/91D	199,038	199,161	-	15 June 2023				
Total investments in debt securities measured at fair value through profit or loss	1,503,681	1,505,510	5		909,119	909,659	3	
Total investments	30,514,722	31,253,200	100		29,789,123	31,975,557	100	

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Comprehensive income
For the year ended 28 February 2023

	<u>Notes</u>	<u>2023</u> <u>Baht</u>	<u>2022</u> <u>Baht</u>
Investment income			
Rental and service income		2,687,097,311	2,304,701,635
Interest income		8,265,454	5,137,618
Other income		91,311,737	63,030,537
Total income		<u>2,786,674,502</u>	<u>2,372,869,790</u>
Expenses			
Management fee	21,22	15,385,416	15,323,435
Trustee fee	21	3,006,333	3,035,387
Registrar fee	21,22	4,509,500	4,553,080
Property management fee	21,22	245,548,715	236,185,777
Professional fee		1,711,218	1,713,080
Operating expenses	21	274,693,681	276,615,284
Depreciation expense of right of use asset		9,393,637	7,154,606
Other expenses	21	6,066,159	6,729,340
Total expenses		<u>560,314,659</u>	<u>551,309,989</u>
Net investment income before financial expenses		<u>2,226,359,843</u>	<u>1,821,559,801</u>
Financial expenses			
Interest expenses		71,274,334	62,610,911
Net investment income		<u>2,155,085,509</u>	<u>1,758,948,890</u>
Net loss from investments			
Net unrealised loss from investments valuation	10,11	<u>(1,447,955,908)</u>	<u>(332,759,703)</u>
Total net loss from investments		<u>(1,447,955,908)</u>	<u>(332,759,703)</u>
Increase in net assets from operations		<u>707,129,601</u>	<u>1,426,189,187</u>

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Changes in Net Assets
For the year ended 28 February 2023

	<u>Notes</u>	<u>2023 Baht</u>	<u>2022 Baht</u>
Increase in net assets from operation during the year			
Net investment income		2,155,085,509	1,758,948,890
Net unrealised loss from investments valuation	10,11	<u>(1,447,955,908)</u>	<u>(332,759,703)</u>
Net increase in net assets from operations		707,129,601	1,426,189,187
Dividend payment	19,20	<u>(1,866,787,877)</u>	<u>(1,584,444,103)</u>
Decrease in net assets during the year		(1,159,658,276)	(158,254,916)
Net assets at the beginning of the year		<u>29,433,832,133</u>	<u>29,592,087,049</u>
Net assets at the end of the year		<u><u>28,274,173,857</u></u>	<u><u>29,433,832,133</u></u>

The notes to the financial statements are an integral part of these financial statements.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Statement of Cash Flows
For the year ended 28 February 2023

	Notes	2023 Baht	2022 Baht
Cash flows from operating activities			
Increase in net assets from operations		707,129,601	1,426,189,187
Adjustments to reconcile net increase in net assets from from operations to net cash provided by operating activities:			
Purchase of investments in properties		(131,037,487)	(62,537,955)
Purchases of investments in securities		(4,808,354,157)	(3,725,853,927)
Disposal of investments in securities		4,220,000,000	3,760,000,000
Depreciation charge on right of use asset	15	9,393,637	7,154,606
(Increase) decrease in rental receivables		(58,357,184)	121,241,221
Decrease (Increase) in deferred expenses		1,258,456	(1,369,892)
Decrease in other assets		5,861,075	1,126,263
Increase (decrease) in other accounts payable		7,630,957	(25,541,237)
Increase (decrease) in rental income received in advance		13,212,150	(2,662,945)
(Decrease) increase in deposits received from customers		(1,149,641)	8,135,439
Increase in accrued expenses		8,434,866	29,401,044
Increase in withholding tax payable		62,643	860,355
Interest income		(8,265,454)	(5,137,618)
(Reversal of) expected credit loss		(2,689,855)	3,469,788
Interest expenses		71,274,334	62,610,911
Interest received		1,825,388	1,031,187
Net unrealised loss from investment valuation	10,11	1,447,955,908	332,759,703
Net cash provided by operating activities		1,484,185,237	1,930,876,130
Cash flows from financing activities			
Payment for lease liabilities - right of use asset		(21,579,517)	-
Payment for lease liabilities		(45,643,700)	(45,220,208)
Dividend payment	19,20	(1,866,787,877)	(1,584,444,103)
Interest paid		(44,467,836)	(42,166,083)
Net cash used in financing activities		(1,978,478,930)	(1,671,830,394)
Net increase (decrease) in cash and cash equivalents		(494,293,693)	259,045,736
Cash and cash equivalents at the beginning of the year		954,315,807	695,270,071
Cash and cash equivalents at the end of the year		460,022,114	954,315,807
Non-cash transactions			
Significant of non-cash transactions for the years ended 28 February 2023 and 2022 comprised:			
Other payables from purchases of investment properties		-	4,181,054

The notes to the financial statements are an integral part of these financial statements.

4.5 Leases

- *Investments in properties at fair value*

Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use for the Fund. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Lease liabilities are initially measured on a present value basis. Lease liabilities include the net present value of the outstanding lease payments at the lease commencement date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are recognised by the initial amount of liabilities under lease agreements including the rental payment which paid before or on the date of the contract, net of incentives received under the lease initial direct cost and asset pretreatment costs.

For subsequent measurement, the Fund applies fair value model to right-of-use assets that meet the definition of investment property.

Lessor

Rental income under operating leases is recognised on either a straight-line basis or another systematic basis. The lessor shall apply another systematic basis if that basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

- *Right of use asset - Solar cell rooftop*

Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use for the Fund. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Contracts may contain both lease and non-lease components. The Fund allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

4 Accounting policies

4.1 Cash and cash equivalents

In the statements of cash flows, cash and cash equivalents includes cash on hand, deposits held at call, short-term highly liquid investments with maturities of three months or less from acquisition date.

4.2 Valuation of investment in properties investments

Investment properties, principally freehold and leasehold properties include lands, buildings and infrastructures related to shopping mall are held for long-term rental yields or for capital appreciation or both and are not occupied by the Fund.

Investment property is measured initially at cost, including directly attributable costs.

Subsequently, they are carried at fair value. Changes in fair values are presented in the statement of comprehensive income as an unrealised gain or loss as of measurement date.

The fair value is based on the appraisal value determined by the independent professional appraisers licensed by the Securities and Exchange Commission Thailand ("the Thai SEC"). The Fund will conduct an appraisal of the properties every two years from the date of the appraisal for the purchase or lease of the properties or when there are changes that materially affect the value of such investment properties and will update appraisals with a review every year after the date of the latest appraisal as required by the Thai SEC.

4.3 Financial asset

Classification and measurement

The Fund classifies its financial assets as financial assets at fair value through profit or loss. These financial assets exclude rental receivables which are explained in note 4.4.

At initial recognition, the Fund measures a financial asset at its fair value. Transaction costs that are directly attributable to the acquisition of the financial asset are expensed in profit or loss.

After the initial recognition, the Fund measures these financial assets at fair value through profit or loss. A gain or loss on financial asset that is subsequently measured at fair value is recognised in the statement of comprehensive income and presented within net unrealised gain/loss on investments in the period in which it arises.

Recognition and Derecognition

Financial assets are recognised in the statement of financial position when the Fund is contractual party according to the condition of the financial instrument. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Fund has transferred substantially all the risks and rewards of ownership.

4.4 Rental receivables

Rental receivables are carried at the original invoice amount and subsequently measured at the amortised cost since the Fund holds receivables with the objective to collect the contractual cash flows.

In assessing the expected credit loss of the receivables which measured at amortised cost, the Fund applied the simplified approach, which requires expected lifetime losses to be recognized from initial recognition of the receivables. The Fund assesses on a forward looking basis. Impairment (and reversal of impairment) losses are recognized in profit or loss as a separate line item.

4.5 Leases

- *Investments in properties at fair value*

Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use for the Fund. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Lease liabilities are initially measured on a present value basis. Lease liabilities include the net present value of the outstanding lease payments at the lease commencement date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are recognised by the initial amount of liabilities under lease agreements including the rental payment which paid before or on the date of the contract, net of incentives received under the lease initial direct cost and asset pretreatment costs.

For subsequent measurement, the Fund applies fair value model to right-of-use assets that meet the definition of investment property.

Lessor

Rental income under operating leases is recognised on either a straight-line basis or another systematic basis. The lessor shall apply another systematic basis if that basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

- *Right of use asset - Solar cell rooftop*

Lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use for the Fund. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Contracts may contain both lease and non-lease components. The Fund allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

4.6 Deferred expenses

Deferred expenses comprise of the deferred contract costs and other directly related expenses as incurred. Deferred expenses are amortised as an expense over the contract period.

4.7 Financial liabilities

At initial recognition, the Fund measures a financial liability at its fair value. Transaction costs that are directly attributable to the acquisition of the financial liability are expensed in profit or loss. All financial liabilities are financial liabilities initially recognised at fair value and subsequently measured at amortised cost except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

For financial liabilities subsequently measured at amortised cost, the Fund recognises financial cost by effective interest rate.

4.8 Revenue recognition

The Fund's main revenue derives from rental and service income. The Fund recognised rental and service income on a straight-line basis over the period of the lease.

Interest income is recognised on an accrual basis.

4.9 Expenses

Expenses are recognised on an accrual basis.

4.10 Income taxes

The Fund is exempted from Thailand corporate income taxes. No provision for corporate income tax has been made in the financial statements.

5 Dividend payment policy

Dividend payment

The Management Company will consider to pay dividends to unitholder no more than 4 times annually, provided that:

- 1) If the Fund has net profits in each year, the Management Company shall pay not less than 90% (or any other percentage as may be permitted by the Securities Law from time to time) of the net profit of the year as dividends to unitholder.
- 2) If the Fund has accumulated profits, the Management Company may pay dividend to unitholder out of the accumulated profits.

Such net profit and accumulated profits shall be as actually derived and shall not include the following:

- 1) Unrealised gain from the appraisal or review of properties, leasehold rights, investments in securities and/or assets of the Fund in the given accounting period.
- 2) The payment of dividends under 1) shall not increase the Fund's accumulated losses for the accounting period in which the dividends are paid.

In considering the payment of dividends, if the value of interim dividends per investment unit to be paid is lower than or equal to Baht 0.10, the Management Company reserves the right not to pay dividends at that time and to bring such dividends forward for payment together with the payment of annual dividend.

Conditions and criteria for paying dividends to unitholder can be summarised as follows:

- 1) In the event that any one person or a group of persons holds more than one-third of the Fund total investment units sold, the Management Company shall not pay dividend to the said person or the group of persons for the portion exceeding one-third of the total investment units sold, or for the portion exceeding 50 percent of total number of investment units sold if such person or the group of persons are those whom specified by the Thai SEC except where the Thai SEC or any related agency will specify, order or exempt otherwise. In this case, the Management Company shall use the unpaid dividend for the Fund's benefit or in accordance with the notification of the Thai SEC.
- 2) In considering paying dividend to a group of persons holds more than one-third of the Fund total investment units sold, the number of investment units for which each investor in the said group is entitled to receive dividend shall be calculated on a pro rata basis of their unitholding, except where the Thai SEC or any related agency will specify, order or exempt otherwise.

On 13 May 2011, the Thai SEC approved the Fund to amend "procedure for handling dividends unpayable to unitholder" as follows:

The Management Company shall bequeath dividends unpaid to unitholder, if any, to the state as public revenue, and this shall be deemed to have been acknowledged and approved by all unitholders. Pending such process, the Management Company shall keep record of such dividends separated from the other assets of the Fund and not include such amount in the calculation of the Fund's net asset value.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Capital reduction

- 1) Where the Fund has excess liquidity resulting from one or more of the following:
 - a) The disposal of the real estate or the leasehold rights and/or
 - b) The value of the real estate or the leasehold rights decreases from the appraised value or from the reviewed appraisal value, and/or
 - c) From gradually amortised deferred charge.

The Management Company may pay the excess liquidity to the unitholder by reducing the registered capital of the Fund after adding back the excess liquidity due to amortisation of issuance cost and ground lease and deducting rental and service income which has not been received in cash.

- 2) The Management Company reserves the right to reduce the registered capital of the Fund at its discretion.

6 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Fair value of investments in properties

The fair value of investments in properties that are not traded in an active market is determined by Income Approach using discounted expected future cash flows received from investments in properties by the appropriate discount rate which reflect related risks. The Fund engages independence appraiser to assess the fair value of properties and disclosed the fair value measurement in Note 11.

7 Financial risk

Interest rate risk

Interest rate risk is the risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial instruments. The financial assets of the Fund that potentially subject to the interest rate risk is bonds and deposit with banks.

Significant financial assets of the Fund measured at fair value through profit or loss classified by type of interest rates are summarised in the table below.

	As at 28 February 2023			Total Baht'000
	Floating interest rates Baht'000	Fixed interest rates Baht'000	Non-interest bearing Baht'000	
Financial assets				
Investments in debt securities measured at fair value through profit or loss	-	1,505,510	-	1,505,510
Cash and cash equivalents	406,175	-	53,847	460,022

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

	As at 28 February 2022			Total Baht'000
	Floating interest rates Baht'000	Fixed interest rates Baht'000	Non-interest bearing Baht'000	
Financial assets				
Investments in debt securities measured at fair value through profit or loss	-	909,658	-	909,658
Cash and cash equivalents	873,574	-	80,742	954,316

Credit risk

Credit risk is the risk that counterparties might not discharge their obligation causing the Fund to incur a financial loss. Credit risk arises from risk in the collectability of rental receivables. However, those assets will be due for payment on a short-term basis. The Fund do not expect any financial loss from collection of receivables.

Foreign exchange rate risk

The Fund has no financial assets and liabilities which is foreign exchange so there is no foreign exchange rate.

Market risk

The fund is exposed to market risk due to its investment in debt instruments. The return of such investment depends on the fluctuation of the economic, political, financial market and capital market situation. Such circumstances may have a positive or negative impact on the company operation of the issuing company depending on the type of business of the issuer of how much it correlates with the market volatility, which may increase or decrease the price of the instruments.

Liquidity risk

Liquidity risk, is the risk that The fund will encounter difficulty to settle the obligation related to financial liabilities which must be settled in cash or other financial assets.

The Fund's policy is to ensure that sufficient financial assets are available to meet financial commitments by performing cash flow analysis regularly to ensure that cash flows generated are sufficient so that financial commitments are met.

The Fund's financial assets mainly comprises of cash and cash equivalents and investment in debt securities. The Fund believes that such financial assets will be able to be sold quickly at close to their fair value.

The maturity analysis of financial liabilities is disclosed in Note 17,18

Risk Management

The Fund manages the risk that may increase from investment by setting risk management policies, such as investment diversification and analysis of the position of the investing business.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

8 Capital risk management

The Fund's objectives when managing capital are to safeguard the Fund's ability to continue as a going concern in order to provide returns for unitholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Fund may adjust the amount of dividends paid to unitholder, return capital to unitholder, issue new shares or sell assets to reduce debt, if any.

9 Fair value of financial instruments

9.1 Fair value estimate

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Fund uses the market approach to measure its assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available. In applying the above-mentioned valuation techniques, the Fund endeavors to use relevant observable inputs as much as possible.

Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 : Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

Level 3 : Inputs for the asset or liability that are not based on observable market data.

The Fund had the following assets that were measured at fair value using different levels of inputs as follows:

	(Unit: Baht'000)			
	Level 1	Level 2	Level 3	Total
As of 28 February 2023				
Assets				
Investments in debt securities measured at fair value through profit or loss	-	1,505,510	-	1,505,510
Investments in properties	-	-	29,747,690	29,747,690
Total assets	-	1,505,510	29,747,690	31,253,200
	(Unit: Baht'000)			
	Level 1	Level 2	Level 3	Total
As of 28 February 2022				
Assets				
Investments in debt securities measured at fair value through profit or loss	-	909,659	-	909,659
Investments in properties	-	-	31,065,898	31,065,898
Total assets	-	909,659	31,065,898	31,975,557

9.2 Valuation techniques used to derive Level 2 fair values

The fair value of investments in securities has been determined by using the yield curve as announced by the Thai Bond Market Association.

9.3 Valuation techniques used to derive Level 3 fair values

The fair value of the investment properties has been determined based on the income approach by professional valuers who hold recognised and relevant professional qualifications and have recent experience in the location and category of the investment property being valued. The independent valuer reports directly to the Management Company. For financial reporting purpose, the Management Company reviews the valuation performed by the independent valuer. Review of valuation process and result is held between the Management Company and the Trustee in each accounting period, in line with the Fund's reporting dates.

The main information that the appraiser used for fair value assessment Level 3 such as discount rate was determined from business type, the location of project, generated cash flow, competitive market and risk-free return rate. The appraiser applied 10% - 11% of discounted cash flow for valued asset based on yield rate of government bond plus market, operational, and liquidity risk.

9.4 Valuation processes

Sensitivity analysis for each significant assumption

	Impact on fair value increase (decrease)	
	2023 Baht'000	2022 Baht'000
Discount rate		
Discount rate, decrease of 0.50 percent	1,004,000	1,061,000
Discount rate, increase of 0.50 percent	(961,000)	(1,012,000)
Capitalisation rate		
Capitalisation rate, decrease of 0.50 percent	916,000	985,000
Capitalisation rate, increase of 0.50 percent	(796,000)	(850,000)
Rental growth rate		
Rental growth rate, decrease of 0.50 percent	(648,000)	(866,000)
Rental growth rate, increase of 0.50 percent	672,000	888,000

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Fair value for liabilities for which the fair value is disclosed at reporting date

A summary of fair value hierarchy of liabilities not carried at fair value but for which the fair value is disclosed as at 28 February 2023 and 28 February 2022 is below:

	(Unit: Baht'000)			
	Level 1	Level 2	Level 3	Total
As of 28 February 2023				
Borrowing	-	2,450,000	-	2,450,000
	-	2,450,000	-	2,450,000
	(Unit: Baht'000)			
	Level 1	Level 2	Level 3	Total
As of 28 February 2022				
Borrowing	-	2,450,000	-	2,450,000
	-	2,450,000	-	2,450,000

Other financial instruments not carried at fair value are typically short-term in nature. Accordingly, their carrying amount is a reasonable approximation of fair value.

10 Investment in debt securities measured at fair value through profit or loss

Movement of investments in debt securities measured at fair value through profit or loss for the year ended 28 February are as follows;

	Investments in Bank of Thailand Bonds	
	2023	2022
	Baht'000	Baht'000
Opening balance	909,658	939,873
Purchase of investments in securities	4,808,354	3,725,854
Disposal of investments in securities	(4,213,793)	(3,755,944)
Net gain (loss) from changes in value of investments	1,291	(125)
Closing balance	1,505,510	909,658

11 Investments in properties at fair value

Movement of Investments in properties at fair value for the year ended 28 February are as follows;

	2023	2022
	Baht'000	Baht'000
Opening balance of the year	31,065,898	31,331,815
Increase during the year	131,037	66,718
Net unrealised loss from investment valuation	(1,449,245)	(332,635)
Ending balance of the year	29,747,690	31,065,898

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Properties	Balance as of 1 March 2022		Change during the year ended 28 February 2023			Net gain (loss) from change in fair value of investment for the year ended 28 February 2023	28 February 2023		Appraisal Date
	Cost	Fair value	Change in Right of use asset	Renovation cost	Change in lease contract Acquisition cost		Cost	Fair value	
Srinakarin Project	3,173,847	3,608,753	-	28,151	75	(24,667)	3,202,073	3,612,312	25 February 2023
Krabi Project	1,564,193	2,073,945	-	3,281	(3)	(66,303)	1,567,471	2,010,920	25 November 2022
Prachachuen Project	1,548,629	1,691,730	-	5,215	134	3,781	1,553,978	1,700,860	25 November 2022
Rangsit Klong 7 Project	1,078,875	1,449,969	-	3,026	45	(55,096)	1,081,946	1,397,944	25 November 2022
Tung Song Project	909,330	838,128	-	1,215	(52)	(102,936)	910,493	736,355	25 November 2022
Singburi Project	749,014	737,695	-	2,148	(39)	(112,696)	751,123	627,108	25 November 2022
Pranburi project	730,422	875,787	-	1,027	127	(7,946)	731,576	868,995	25 November 2022
Mahachai Project	629,938	584,465	-	1,573	15	(150,447)	631,526	435,606	25 November 2022
Maesai Project	609,698	902,156	-	2,303	(24)	(86,446)	611,977	817,989	25 November 2022
Ranong Project	577,245	654,746	-	2,632	(87)	12,263	579,790	669,554	25 November 2022
Phuket Project	3,023,860	3,218,848	-	8,441	(243)	(138,960)	3,032,058	3,088,086	27 January 2023
Salaya Project	1,837,490	2,002,816	-	15,702	36	5,321	1,853,228	2,023,875	27 January 2023
Nakornsi Thammarat Project	1,263,731	1,407,063	-	3,901	(51)	2,785	1,267,581	1,413,698	27 January 2023
Navanakorn Project	2,312,929	2,513,175	-	16,238	267	25,161	2,329,434	2,554,841	27 January 2023
Samui Project	1,292,104	892,594	-	4,325	51	(108,714)	1,296,480	788,256	25 November 2022
Pitsanulok Project	1,215,227	1,132,321	-	3,748	(30)	(84,364)	1,218,945	1,051,675	25 November 2022
Amatanakorn Project	1,601,118	2,025,861	-	3,824	43	(234,616)	1,604,985	1,795,112	25 November 2022
Petchaboon Project	790,804	877,493	-	823	(225)	(80,802)	791,402	797,289	25 November 2022
Lumliukka Klong 6 Project	566,673	603,183	-	2,789	-	(72,794)	569,462	533,178	25 November 2022
Sena Project	407,756	390,549	-	1,556	30	(25,982)	409,342	366,153	25 November 2022
Bangpoo Project	725,459	779,867	-	2,520	70	(20,573)	728,049	761,884	27 January 2023
Rangsit-Nakornmayok Project	802,533	700,392	-	11,081	14	(8,361)	813,628	703,126	27 January 2023
Rama I Project	1,469,129	1,104,362	-	5,332	33	(116,853)	1,474,494	992,874	25 November 2022
Total	28,880,004	31,065,898	-	130,851	186	(1,449,245)	29,011,041	29,747,690	

(Baht'000)

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Properties	Balance as of 1 March 2021		Change during the year ended 28 February 2022			Net gain (loss) from change in fair value of investment for the year ended 28 February 2022		28 February 2022		Appraisal Date
	Cost	Fair value	Change in Right of use asset	Renovation cost	Change in lease contract Acquisition cost	28 February 2022	Fair value	Cost		
									Cost	
Srinakarin Project	3,169,285	3,550,449	-	4,634	(72)	53,742	3,608,753	3,173,847	25 February 2022	
Krabi Project	1,560,606	2,075,159	-	3,704	(117)	(4,801)	2,073,945	1,564,193	26 November 2021	
Prachachuen Project	1,543,464	1,698,075	-	5,152	13	(11,510)	1,691,730	1,548,629	26 November 2021	
Rangsit Klong 7 Project	1,076,677	1,473,522	-	2,146	52	(25,751)	1,449,969	1,078,875	26 November 2021	
Tung Song Project	906,646	871,424	-	2,806	(122)	(35,980)	838,128	909,330	26 November 2021	
Singburi Project	747,148	797,531	-	1,908	(42)	(61,702)	737,695	749,014	26 November 2021	
Pranburi project	729,727	864,948	-	753	(58)	10,144	875,787	730,422	26 November 2021	
Mahechai Project	628,609	684,072	-	1,381	(52)	(100,936)	584,465	629,938	26 November 2021	
Maesai Project	608,608	900,481	-	1,107	(17)	585	902,156	609,698	26 November 2021	
Ranong Project	575,881	652,503	-	1,312	52	879	654,746	577,245	26 November 2021	
Phuket Project	3,018,509	3,268,155	-	5,537	(186)	(54,658)	3,218,848	3,023,860	27 January 2022	
Salaya Project	1,833,798	2,020,684	-	3,787	(95)	(21,560)	2,002,816	1,837,490	27 January 2022	
Nakomsrihammarat Project	1,260,786	1,398,103	-	3,127	(182)	6,015	1,407,063	1,263,731	27 January 2022	
Navanakorn Project	2,308,548	2,581,916	-	4,064	317	(73,122)	2,513,175	2,312,929	27 January 2022	
Samui Project	1,288,861	948,022	-	3,319	(76)	(58,671)	892,594	1,292,104	26 November 2021	
Pitsanulok Project	1,214,069	975,749	-	1,209	(51)	155,414	1,132,321	1,215,227	26 November 2021	
Amatanakorn Project	1,592,701	2,037,620	4,181	3,779	457	(20,176)	2,025,861	1,601,118	26 November 2021	
Petchaboon Project	789,176	875,480	-	1,599	29	385	877,493	790,804	26 November 2021	
Lumlukka Klong 6 Project	562,059	598,019	-	4,479	135	550	603,183	566,673	26 November 2021	
Sena Project	406,730	384,588	-	1,041	(15)	4,935	390,549	407,756	26 November 2021	
Bangpoo Project	723,072	801,604	-	2,491	(104)	(24,124)	779,867	725,459	27 January 2022	
Rangsit-Nakommayok Project	800,744	762,426	-	1,743	46	(63,823)	700,392	802,533	27 January 2022	
Rama I Project	1,467,581	1,111,285	-	1,512	36	(8,471)	1,104,362	1,469,129	26 November 2021	
Total	28,813,285	31,331,815	4,181	62,590	(52)	(332,636)	28,880,004	31,065,898		

(Baht'000)

Investments in properties

For the year ended 28 February 2023

On 25 November 2022, the Fund engaged an independent valuer to assess the fair value of the investments in properties for 16 projects which are 1) Krabi Project, 2) Prachachuen Project, 3) Rangsit Klong 7 Project, 4) Tung Song Project, 5) Singburi Project, 6) Pranburi Project, 7) Mahachai Project, 8) Maesai Project, 9) Ranong Project, 10) Samui Project, 11) Pitsanulok Project, 12) Amatanakorn Project, 13) Petchaboon Project, 14) Lumlukka Klong 6 Project, 15) Sena Project, and 16) Rama I Project. The Fund acquired such projects on 14 March 2012.

The independent valuer applied the Income Approach. The result revealed that the fair value of the investments in properties for those 16 projects which had carrying value at Baht 16,473 million was Baht 15,206 million. The Fund recorded the unrealised loss from the assessment amounting to Baht 1,267 million in the statement of comprehensive income. The Fund's management has assessed that the fair value as at 28 February 2023 is not significantly different from the fair value on appraisal date.

Later, on 27 January 2023, the Fund engaged an independent valuer to assess the fair value of the investments in properties for 6 projects which are 1) Phuket Project, 2) Salaya Project, 3) Nakornsrihammarat Project, 4) Bangpoo Project, 5) Rangsit Nakornnayok Project and 6) Navanakorn Project. The Fund acquired first five projects on 3 December 2012 and Navanakorn Project on 24 January 2014.

The independent valuer applied the Income Approach. The result revealed that the fair value of the investments in properties for those 6 projects which had carrying value at Baht 10,481 million was Baht 10,354 million. The Fund recorded the unrealised loss from the assessment amounting to Baht 127 million in the statement of comprehensive income. The Fund's management has assessed that the fair value as at 28 February 2023 is not significantly different from the fair value on appraisal date.

Subsequently, on 25 February 2023, the Fund engaged an independent valuer to assess the fair value of the investments in properties for 1 project which is Srinakarin project. The Fund acquired such projects on 14 March 2012.

The independent valuer applied the Income Approach. The result revealed that the fair value of the investments in properties for these 1 project which had carrying value at Baht 3,637 million was Baht 3,612 million. The Fund recorded the unrealised loss from the assessment amounting to Baht 25 million in the statement of comprehensive income. The Fund's management has assessed that the fair value as at 28 February 2023 is not significantly different from the fair value on appraisal date.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

For the year ended 28 February 2022

On 26 November 2021, the Fund engaged an independent valuer to assess the fair value of the investments in properties for 16 projects which are 1) Krabi Project, 2) Prachachuen Project, 3) Rangsit Klong 7 Project, 4) Tung Song Project, 5) Singburi Project, 6) Pranburi Project, 7) Mahachai Project, 8) Maesai Project, 9) Ranong Project, 10) Samui Project, 11) Pitsanulok Project, 12) Amatanakorn Project, 13) Petchaboon Project, 14) Lumlukka Klong 6 Project, 15) Sena Project, and 16) Rama I Project. The Fund acquired such projects on 14 March 2012.

The independent valuer applied the Income Approach. The result revealed that the fair value of the investments in properties for those 16 projects which had carrying value at Baht 16,556 million was Baht 16,694 million. The Fund recorded the unrealised gain from the assessment prior to the leasing adjustment amounting to Baht 138 million in the statement of comprehensive income. The Fund's management has assessed that the fair value as at 28 February 2022 is not significantly different from the fair value on appraisal date.

Later, on 27 January 2022, the Fund engaged an independent valuer to assess the fair value of the investments in properties for 6 projects which are 1) Phuket Project, 2) Salaya Project, 3) Nakornsrihammarat Project, 4) Bangpoo Project, 5) Rangsit Nakornnayok Project and 6) Navanakorn Project. The Fund acquired first five projects on 3 December 2012 and Navanakorn Project on 24 January 2014.

The independent valuer applied the Income Approach. The result revealed that the fair value of the investments in properties for those 6 projects which had carrying value at Baht 10,656 million was Baht 10,432 million. The Fund recorded the unrealised loss from the assessment prior to the leasing adjustment amounting to Baht 223 million in the statement of comprehensive income. The Fund's management has assessed that the fair value as at 28 February 2022 is not significantly different from the fair value on appraisal date.

Subsequently, on 25 February 2022, the Fund engaged an independent valuer to assess the fair value of the investments in properties for 1 project which is Srinakarin project. The Fund acquired such projects on 14 March 2012.

The independent valuer applied the Income Approach. The result revealed that the fair value of the investments in properties for these 1 project which had carrying value at Baht 3,555 million was Baht 3,609 million. The Fund recorded the unrealised gain from the assessment amounting to Baht 54 million in the statement of comprehensive income. The Fund's management has assessed that the fair value as at 28 February 2022 is not significantly different from the fair value on appraisal date.

On 13 March 2022, the Fund had renewal hypermarket and food court contract for four branches: Mahachai, Tungsong, Singburi and Samui. The rental rate for renewal contract has decreased resulting in decrease in fair value of such investment properties. Accordingly, the Fund recorded the unrealised loss from the assessment amounting to Baht 272 million in the statement of comprehensive income.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

12 Cash and cash equivalents

As at 28 February, the Fund has the details of cash and cash equivalents as follows:

	2023		2022	
	Principal Baht'000	Interest rate per annum %	Principal Baht'000	Interest rate per annum %
Cash on hand and cash at bank				
Cash on hand	6,914		8,000	
Hong Kong and Shanghai Banking Corporation Limited Saving account	62,628	0.40	10,306	0.40
Citibank N.A. Bangkok Branch Saving account	2,610	0.01	2,609	0.50
Kasikorn Bank Public Company Limited Current account	7,043		13,666	
Siam Commercial Bank Public Company Limited Current account	39,890		59,075	
CIMB Thai Bank Public Company Limited Saving account	1	0.75	1	0.75
Bangkok Bank Public Company Limited Saving account	19,467	0.50	-	
United Overseas Bank Saving account	321,469	0.65	860,659	0.15
	<u>460,022</u>		<u>954,316</u>	

13 Rental receivables, net

	2023 Baht'000	2022 Baht'000
Rental receivables	234,804	176,447
<u>Less</u> Expected credit loss	<u>(25,525)</u>	<u>(28,215)</u>
	<u>209,279</u>	<u>148,232</u>

As at 28 February, outstanding rental receivables can be analysed as follows:

	2023		2022	
	Rental receivables Baht'000	Expected credit loss Baht'000	Rental receivables Baht'000	Expected credit loss Baht'000
Up to 3 months	205,510	(183)	126,234	(331)
3 - 6 months	778	(65)	9,256	(662)
6 - 12 months	2,069	(721)	11,353	(3,732)
Over 12 months	26,447	(24,556)	29,604	(23,490)
Total	<u>234,804</u>	<u>(25,525)</u>	<u>176,447</u>	<u>(28,215)</u>

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

14 Deferred expenses

Deferred expenses comprised of expenses as follows:

	2023	2022
	Baht'000	Baht'000
Deferred contract cost	19,921	19,830
Other prepayments	6,935	8,285
	26,856	28,115

15 Right of use asset

Movement of right of use asset for the years ended 28 February are as follows;

	Right of use asset - Solar cell rooftop	
	2023	2022
	Baht'000	Baht'000
Opening net book amount	180,847	-
Addition	-	188,002
Depreciation charge	(9,394)	(7,155)
Closing net book amount	171,453	180,847

16 Borrowing

Movement of borrowings are as follows;

	2023	2022
	Baht'000	Baht'000
Beginning balance	2,450,000	2,450,000
Addition	-	-
Repayment	-	-
Ending balance	2,450,000	2,450,000

Maturity of borrowing is as follows:

	2023	2022
	Baht'000	Baht'000
Within 1 year	-	2,450,000
Over 1 year	2,450,000	-
Ending balance	2,450,000	2,450,000

The fund had refinanced the borrowings with CIMBT amounting to Baht 2,450 million, which was originally due in December 2022.

The borrowing bears interest at Average MLR - 3.5% (2022: BIBOR + 1.075%) and will be repayable within December 2027.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Average MLR means average MLR quoted by BBL,KBANK,KTB and SCB.

BIBOR is Bangkok Interbank Offer Rate of CIMB Thai Bank Public Company Limited for the three-month period.

The Fund has no undrawn committed borrowing facilities.

17 Lease liabilities - Right of use asset

As at 28 February 2023 and 2022, maturity of lease liabilities under finance lease agreement are as follows:

	Right of use asset - Solar cell rooftop	
	2023	2022
	Baht'000	Baht'000
Within 1 year	15,516	23,749
Later than 1 year but not later than 5 years	52,292	52,714
Later than 5 years	161,560	174,485
Total	229,368	250,948
Less Future finance charges on finance lease agreement	(52,961)	(58,537)
Present value of liabilities under finance lease agreement	176,407	192,411

Present value of finance lease liabilities

	28 February	28 February
	2023	2022
	Baht'000	Baht'000
Within 1 year	10,185	18,173
Later than 1 year but not later than 5 years	33,553	32,937
Later than 5 years	132,669	141,301
Total	176,407	192,411

18 Lease liabilities

As at 28 February 2023 and 2022, maturity of lease liabilities under finance lease agreement are as follows:

	Investments in properties at fair value	
	2023	2022
	Baht'000	Baht'000
Within 1 year	46,745	45,659
Later than 1 year but not later than 5 years	254,331	248,622
Later than 5 years	358,746	411,185
Total	659,822	705,466
Less Future finance charges on finance lease agreement	(103,142)	(118,463)
Present value of liabilities under finance lease agreement	556,680	587,003

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Present value of finance lease liabilities

	28 February 2023 Baht'000	28 February 2022 Baht'000
Within 1 year	32,199	30,338
Later than 1 year but not later than 5 years	196,015	185,303
Later than 5 years	328,466	371,362
Total	556,680	587,003

19 Unitholder' equity

The fund has no capital reduction during the year.

Movements in retained earnings as at 28 February are as follows:

	2023 Baht'000	2022 Baht'000
Beginning balance	3,940,157	4,098,412
Add Net investment income	2,155,086	1,758,949
Net unrealised loss from investments valuation	(1,447,956)	(332,760)
Less Dividend paid to unitholder (Note 20)	(1,866,788)	(1,584,444)
Ending balance	2,780,499	3,940,157

20 Dividend

The investment committee approved dividend as follows:

The details of dividends for the year ended 28 February 2023 are as followed:

No.	The operation for the year	Approved date	Unitholder register's book closed date	Payment date	Per unit Baht	Total Million Baht
1	1 December 2021 to 28 February 2022	20 April 2022	05 May 2022	20 May 2022	0.1873	438
2	1 March 2022 to 31 May 2022	19 July 2022	02 August 2022	16 August 2022	0.2042	477
3	1 June 2022 to 31 August 2022	17 October 2022	31 October 2022	15 November 2022	0.2034	475
4	1 September 2022 to 30 November 2022	17 January 2023	31 January 2023	14 February 2023	0.2038	477
						<u>1,867</u>

The details of dividends for the year ended 28 February 2022 are as followed:

No.	The operation for the year	Approved date	Unitholder register's book closed date	Payment date	Per unit Baht	Total Million Baht
1	1 December 2020 to 28 February 2021	16 April 2021	28 April 2021	19 May 2021	0.1878	439
2	1 March 2021 to 31 May 2021	15 July 2021	29 July 2021	16 August 2021	0.1793	419
3	1 June 2021 to 31 August 2021	18 October 2021	01 November 2021	16 November 2021	0.1389	325
4	1 September 2021 to 30 November 2021	18 January 2022	01 February 2022	15 February 2022	0.1719	401
						<u>1,584</u>

21 Expenses

The management fee, trustee fee, registrar fee and property management fee are calculated by the Management Company as follows:

Management fee

The Management Company is entitled to receive a monthly management fee from the Fund at a rate not exceeding 0.16% per annum (exclusive of value added tax, specific business tax or any other similar tax) of the net asset value of the Fund as calculated by the Management Company and verified by the Trustee.

Trustee fee

The Trustee is entitled to receive a monthly remuneration at a rate not exceeding 0.01% per annum (exclusive of value added tax, specific business tax or any other similar tax) of the net asset value of the Fund as calculated by the Management Company and verified by the Trustee. The foregoing does not include other expenses as actually incurred such as the expenses for the inspection of assets of the Fund.

Registrar fee

The fee for the Investment Unit Registrar shall be at a rate not exceeding 0.02% per annum (exclusive of value added tax, specific business tax or any other similar tax) of the net asset value of the Fund as calculated by the Management Company and verified by the Trustee.

Property management fee

Fees and expenses of the Property Manager shall be payable to the Property Manager on a monthly basis according to the Property Management Agreement between the Fund and the Property Manager. The details can be summarised as follows:

- 1) Fee for rental collection on behalf of the Fund at the rate not exceeding 3% of net property revenue.
- 2) Leasing commission for procuring tenants and management of all tenants of the Fund upon entering into new lease agreements with new tenants or renewal of lease agreements is calculated at the rate of 0.5 - 1.5 times of the monthly rental fees depending on the type and year (terms) of lease agreements.
- 3) Property management fee is calculated at the rate not exceeding 0.3% per annum of the net asset value of the Fund calculated as at the last day of previous month.
- 4) Incentive fee for the Property Manager is calculated at the rate of not exceeding 2.35% of net property income.

Lotus's Retail Growth Freehold and Leasehold Property Fund
Notes to the Financial Statements
For the year ended 28 February 2023

Operating expenses

Operating expense comprised

	2023	2022
	Baht'000	Baht'000
Cleaning, security and store used and supplies expense	63,100	63,499
Insurance expense	17,937	21,521
Repair and maintenance expense	25,677	26,238
Utilities expense	103,780	99,989
Sales promotion	13,044	14,467
Asset appraisal expense	1,284	3,077
Property tax	47,185	45,264
Annual inspection fee	2,478	2,478
Annual general meeting expense	175	75
Non-refundable withholding tax expense	34	7
	274,694	276,615

Other expenses

Other expenses comprised

	2023	2022
	Baht'000	Baht'000
Printing expense	-	21
Listing expense	96	89
Bank charge	90	65
(Reversal of) expected credit loss	(2,690)	3,470
Accounting and tax management fee	737	737
Legal fee	123	232
Service Charge on Property	1,161	1,093
Other expense	6,549	1,022
	6,066	6,729

22 Related party transactions

Enterprises and individuals that, directly or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Fund, including holding entities, subsidiaries and fellow subsidiaries are related parties of the Fund. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Fund that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Fund and close members of the family of these individuals and entities associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

The relationship among major related parties can be summarised as follows:

- Ek-Chai Distribution System Company Limited is the Property Manager of the Fund and unit holder in proportionate 25%.
- Krung Thai Asset Management Public Company Limited is the Management Company of the Fund.

The following significant transactions were carried out with related parties:

a) Statement of comprehensive income

	2023 Baht'000	2022 Baht'000
The Property Manager:		
Rental income	908,665	730,327
Property management fee	245,549	236,186
Accounting and tax management fee	737	737
The Management Company:		
Management fee	15,385	15,323
Registrar fee	4,510	4,553

b) Statement of financial position

	2023 Baht'000	2022 Baht'000
The Property Manager:		
Rental receivable	153,101	81,230
Other accounts payable	6,475	11,433
Accrued expenses	54,745	48,990
The Management Company:		
Accrued expenses	2,563	2,585

23 Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as that makes strategic decisions.

The Fund operates in business which is the investment in property and the business is only operated in Thailand. Income and expenses from this segment are the same amount with the statement of income. Therefore, the presentation of segment information is not necessary.

24 Information regarding purchase and sale of investments

During the year 2023, the Fund has purchased investments excluding investments in bank deposits amounting to Baht 4,939 million, representing 17.12% of the weighted average net asset value during the year. The Fund has sold investments amounting to Baht 4,214 million, representing 14.60% of the weighted average net asset value during the year.

During the year 2022, the Fund has purchased investments excluding investments in bank deposits amounting to Baht 3,793 million, representing 12.85% of the weighted average net asset value during the year. The Fund has sold investments amounting to Baht 3,756 million, representing 12.73% of the weighted average net asset value during the year.

25 Post statement of Financial Position

On 21 April 2023, the Board of Investment Committee passed the resolution to pay the 44th dividend from the operation between 1 December 2022 to 28 February 2023 at the rate of Baht 0.2168 per unit totaling amount approximately at Baht 506.72 million. The payment date will be on 22 May 2023.



Mutual Fund Supervisor Report

To: Unitholder of Lotus's Retail Growth Freehold and Leasehold Property Fund

Whereas The Hongkong and Shanghai Banking Corporation Limited ("HSBC"), the Mutual Fund Supervisor of the Lotus's Retail Growth Freehold and Leasehold Property Fund ("LPF"), which is managed by the Krung Thai Asset Management Public Company has performed duties as the Mutual Fund Supervisor for the period beginning 1st March 2022 to 28th February 2023.

In our opinion, the Krung Thai Asset Management Public Company has performed duties in managing the LPF correctly and appropriately according to the objective specified in the fund management project as approved by the Securities and Exchange Commission and under the Securities and Exchange Act B.E. 2535.

Yours sincerely,

The Hongkong and Shanghai Banking Corporation Limited

A handwritten signature in black ink, appearing to be "Tanapat Vitpornnitipacha".

(Tanapat Vitpornnitipacha)

Vice President Fund Services Operations
Mutual Fund Supervisor

3rd April 2023

Part 5

Certification of information accuracy

The Management Company has carefully reviewed the information in this Annual Registration Statement and certified that such information is accurate, complete, and true, without misunderstanding of other persons or without lack of information that should be informed in the materiality. In addition, the Management Company has also certified as follows:

(1) Financial statements and financial information in Annual Registration Statement of the Fund properly and completely present in materiality on financial position and operating performance of the Fund.

(2) The Management Company has established good disclosure system of information to ensure that the disclosure of the Fund's information in materiality part is proper and complete, and supervise the compliance of such system.

(3) The Management Company has established good internal control system and supervise the compliance of such system, and notified information of internal control system assessment within 7 February 2023 to the auditor of the Fund, covering faults and significant changes of internal control system as well as misconduct that may affect the preparation of financial report of the Fund.

In this regard, as evidence that all documents are the same sets of documents which are certified to be true copy by the Management Company, and the Management Company has assigned **Mr.Anuchit Katetrakul** as the signatory in all pages of this document. If any documents are not affixed with the signatures of **Mr.Anuchit Katetrakul**, the Management Company shall deem that the said information is not the information of which its accuracy is certified the Management Company as aforesaid.

<u>Name</u>	<u>Position</u>	<u>Signature</u>
Mr. Anuchit Katetrakul, AISA	Vice President
On behalf of the Management Company		

(Mrs. Chavinda Hanratanakool)
Chief Executive Officer
Krungthai Asset Management Public Company Limited