

ANNUAL REPORT 2023

**Bualuang Office Leasehold
Real Estate Investment Trust**

For Period from 1 January 2023 - 31 December 2023



Contents

1. Message from the REIT manager	1
2. Summary of Key Information of the REIT	2
3. Key Financial Information	12
4. Management Discussion and Analysis	16
5. General Information	20
6. Information on Trust Units	21
7. Policy, Business Overview, and Benefit Procurement	26
8. Management Structure	40
9. Risk Factors	77
10. REIT Management	85
11. Internal Control and Risk Management	96
12. Prevention of Conflicts of Interest	97
13. Legal Controversy	104
14. Other Important Information	105
15. Corporate Social Responsibility	107
16. Market Overview	109
17. Opinion of the Trustee for the REIT's Operation	127
18. Financial statements for the year ended 31 December 2023 and Independent Auditor's Report	129

1. Message from the REIT manager

Dear Trust Unitholders,

BBL Asset Management Company Limited, as the REIT Manager, presents the Annual Report 2023 covering the fiscal year spanning from January 1, 2023, to December 31, 2023, of Bualuang Office Leasehold Real Estate Investment Trust ("B-WORK") for your review.

Throughout the challenges faced in 2023, B-WORK has remained resilient in its commitment to adapting to the evolving market landscape. Notably, the departure of a significant tenant and intense competition in the office leasing market posed challenges. However, REIT and Property managers swiftly implemented proactive measures to realign building management strategies in response to prevailing market dynamics and competitive pressures. Our paramount objective remains catering to tenants' changing space requirements and retaining existing tenants to optimize revenue streams for B-WORK.

In closing, the REIT Manager expresses sincere appreciation to all Unitholders for their unwavering trust. Despite the obstacles encountered in the past year, we remain steadfast in our dedication to managing B-WORK with the utmost adherence to governance and corporate responsibility standards. With a steadfast commitment to fostering sustainable long-term asset growth for B-WORK, we pledge to continue delivering value to our esteemed Unitholders in the future.

Pornchalit Ploykrachang

Managing Director

Head of Real Estate & Infrastructure Investment

2. Summary of Key Information of the REIT

Information as of 31 December 2023

REIT Name (Thai)	ทรัสต์เพื่อการลงทุนในสิทธิการเช่าอสังหาริมทรัพย์บวหลวง ออฟฟิศ
REIT Name (English)	Bualuang Office Leasehold Real Estate Investment Trust
Abbreviation	B-WORK
REIT Manager	BBL Asset Management Company Limited ("BBLAM")
Property Manager	True Properties Company Limited ("True Properties")
Trustee	Krungthai Asset Management Public Company Limited ("KTAM")
Auditor	KPMG Phoomchai Audit Ltd.
Inception Date	6 February 2018
Term of the REIT	Indefinite
Type of the REIT	Non-redeemable
Leasehold Period	30-year leasehold rights over land and buildings of True Tower 1 ("TT1") and True Tower 2 ("TT2") projects effective from the registration date until 7 February 2048

Market Capitalization	1,659.60 MB	Closing price on the last day of the year	4.50 Baht
Number of units	368,800,000	Paid-up Capital (Million baht)	3,581.31 MB
Net Asset Value (NAV)	3,665.20 MB	NAV per unit	9.9381 Baht
Par Value per unit	9.7107 Baht	Inception Date	7 Feb 2018
Price/NAV (times)	0.45x	Weighted average land lease term	24.1 Years

Investment Proportion

100%

Leasehold

The REIT's Capital Structure

Total Asset

4,697.87 MB

Liabilities

1,032.67 MB

Equities

3,581.31 MB

Retained earnings

83.89 MB

Debt / Total Asset Value

17.43%

Property Type
(Appraised Value)

100%

Office

WALE = 1.81 Years

Percentage of Total NLA

2024

32.7%

2025

21.2%

2026

31.6%

2027

1.6%

Signing Process

5.2%

Vacant

7.7%

Details of loan repayment

Million Baht

2024

50.6

2025

50.6

2026

50.6

2027

50.6

2028

616.4

Revenue Structure

36%

64%

TT1

TT2

Appraised Value

Core Property

True Tower 1 (TT1)

True Tower 2 (TT2)

Appraised Value

2,990.00 MB

1,260.00 MB

Appraiser

Nexus Property Consultants Co., Ltd.

Remark : The full appraisal report can be downloaded at

https://www.bworkreit.com/en/investor-relations/financial-information/appraisal-report

2. Summary of Key Information of the REIT

Information as of 31 December 2023

Major Trust Unitholders (as of 28 December 2023)

Trust Unitholders		Number of Trust Units	Percentage
1. True Properties Company Limited		56,000,000	15.18%
2. Social Security Office		33,330,000	9.04%
3. Allianz Ayudhya Assurance Public Company Limited		27,761,800	7.53%
4. Government Savings Bank		18,896,500	5.12%
5. Principal Property Income Fund		16,358,100	4.43%
Foreign Limit	49.0%	Current Foreign Holding	0.38%

Distribution Payment Policy

The REIT Manager shall distribute no less than 90% of the adjusted net profit for the fiscal year to the trust unitholders at least twice per year. Further details regarding the distribution of the REIT benefits can be found in Part 6, Clause 6.3.

Distributions (Baht per Unit)	2018-2022	2022	2023	Total
Dividend	2.792600	0.708400	0.664620	4.165620
Capital Reduction	0.184300	-	0.105000	0.289300
Total	2.976900	0.708400	0.769620	4.454920

Estimated Return of the REIT

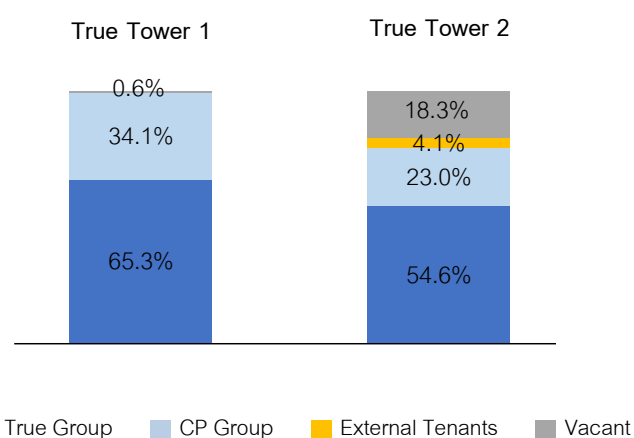
Key assumptions for calculating IRR at IPO price	10 Baht/Unit	Expected IRR = 8.58 %
- Cash flow from the appraisal report on	1 July 2023	
- Expenses at the REIT level (% of Total Revenue)	12.76%	
- Debt / Total Asset Value*	17.43%	
- Loan Interest Rate Assumptions	MLR-1%	

*As of 31 December 2023

Type of Business of the Tenants

Type of Business	Percentage of Total Occupied Area
Information & Communication Technology	55.0%
Electronic Components	11.8%
Professional Services	8.0%
Media & Publishing	6.9%
Petrochemicals & Chemicals	2.5%
Food & Beverage	2.1%
Real Estate Development	1.9%
Wholesale Trade	1.6%
Online Gaming	0.8%
Transportation and Logistics	0.8%
Specialized Services	0.7%
Retail Operations	0.2%
Vacant	7.7%
Total	100.0%

Tenant Mix Breakdown



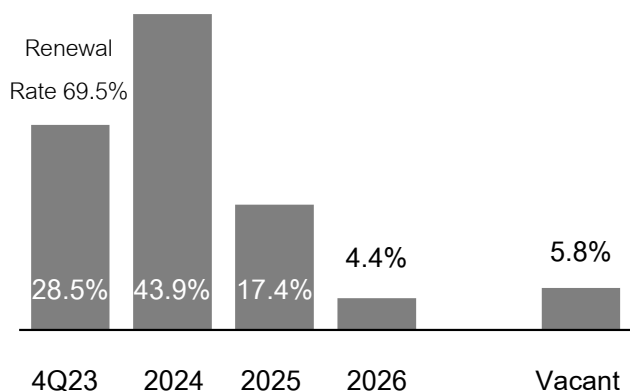
*As of 31 December 2023

2. Summary of Key Information of the REIT

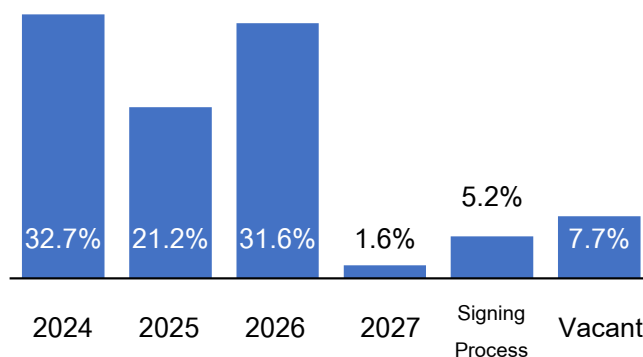
Information as of 31 December 2023

CONTRACT EXPIRATION

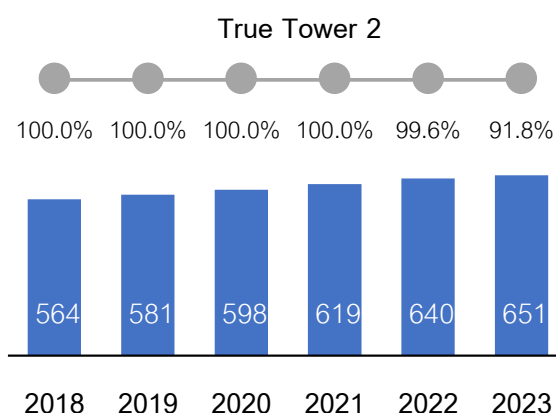
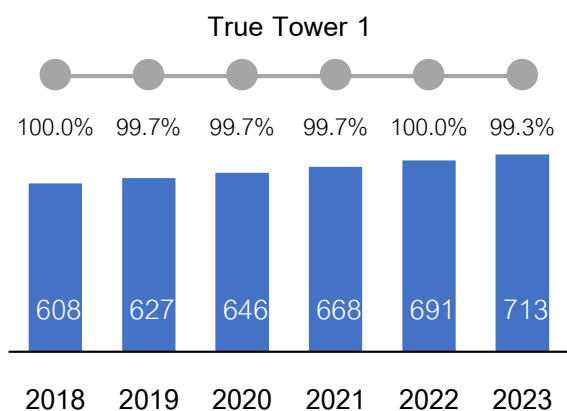
CONTRACT EXPIRATION BEFORE RENEWAL



CONTRACT EXPIRATION AFTER RENEWAL



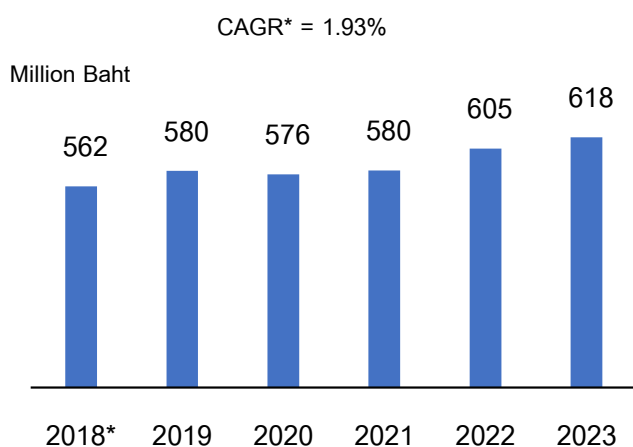
OCCUPANCY RATE AND AVERAGE RENTAL RATE



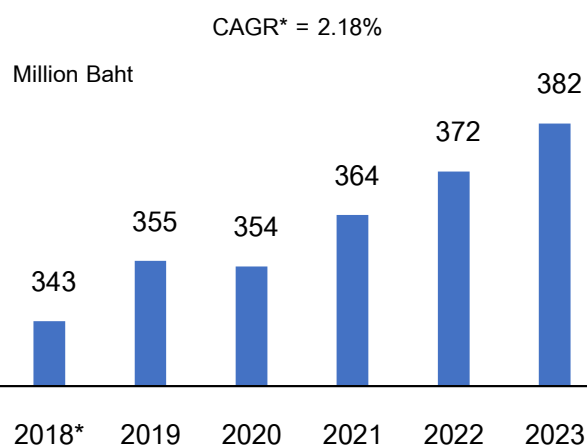
Average Rental Rate (Baht/sqm/month)

Occupancy Rate (%)

Total Revenue



EBITDA



*Adjusting the numbers for the full year (Annualized)

2. Summary of Key Information of the REIT

Information as of 31 December 2023

Financial Statement of the REIT (MB)	2023	2022	2021
Rental and Service Income	604.35	593.31	569.03
Other Income	10.51	11.21	10.15
Earnings before interest, taxes, depreciation and amortization (EBITDA)	381.86	372.37	363.79
Net Increase in Net Assets from Operations	(148.49)	416.84	367.84
Earning per Units (Baht)	0.90	0.90	0.88
Dividend per Unit (Baht)	0.664620	0.7084	0.7825
Capital reduction (Baht)	0.1050	0	0
Debt / Total Asset Value (Times)	0.22	0.21	0.22
Interest (%)	5.76%	4.36%	4.25%
Net cash from operating activities	352.20	304.24	293.17
Net cash used in financing activities	(360.92)	(355.70)	(327.58)
Cash and cash equivalents on 31 December	112.97	121.70	173.16
Net assets	3,665.20	4,078.93	3,928.64
Price/Net Asset Value (Times)	0.45	0.90	1.00
Dividend Yield (%) (Market price at the end of fiscal year)	14.77%	7.16%	7.38%
Market capitalization	1,659.60	3,651.12	3,909.28
Market price at the end of fiscal year (Baht)	4.5	9.9	10.6

Overview of the REIT's Operating Results

In FY2023, B-WORK recorded total income of 617.99 MB, increasing 2.1% from last year, which came mainly from rental and service income of 604.35 MB or 97.79% of total income. Total expense for FY2023 was 284.48 MB, which came mainly from cost of rental and services accounted for 53.91% of total expense. As a result, B-WORK recorded the net profit on investment of 333.50 MB and net decrease in net assets from operations of 148.49 MB, due to the increase in net loss on revaluation of investment in leasehold properties, which was derived from an income approach method from an independent appraiser.

Type of Audited Financial Report - Unqualified Opinion -

2. Summary of Key Information of the REIT

Information as of 31 December 2023

Summary of Significant liabilities

Lending Bank	Bangkok Bank Public Company Limited
Credit Applicant	Bualuang Office Leasehold Real Estate Investment Trust
Objective of Borrowing	For an investment in the core assets of the REIT
Credit Line	Long-term credit line of 920,000,000 Baht for investing in leasehold rights and M&E system of True Tower 1 and 2 Projects (As of December 31, 2023, the outstanding long-term loan balance was 818.8 million baht)
Type of Interest Rate	Floating rate
Interest Rate	Not exceeding MLR (Minimum Loan Rate) -1.00% per annum
Payment of Interest	Every 6 months on the last date of the month
Grace Period of Principal	48 months counting from loan reimbursement
Repayment Period	Totaling 13 principal installments, the first principal installment is commenced in the last date after 48 months counting from loan reimbursement, and the next principal installment when the period is due every 6 months

Fees & Expenses Payable by the REIT

Fees & Expenses Payable by the REIT (Baht)	Actual Charge	Percentage of net profit on investments
Management Fee	13,247,410	3.97%
Trustee Fee	8,600,653	2.58%
Registrar Fee	1,215,530	0.36%
Property Management Fee	55,667,910	16.69%
Professional Fee	1,586,100	0.48%
Financial Advisor Fee	-	-
Underwriter Fee	-	-
Cost of Repair and Maintenance	151,750,291	45.50%
Insurance Premium	1,610,017	0.48%
Related taxes	-	-
Cost of Sales, Marketing and Advertising	-	-
Other Expenses which amount of value more than 0.01% of NAV	-	-
Other Expenses	-	-
Total	233,677,911	70.07%

2. Summary of Key Information of the REIT

Information as of 31 December 2023

Key Risks of Investment in Trust Units

1. Risks Relating to the REIT's Business Operations

- 1.1 Risk from non-compliance with agreements
- 1.2 Risk that tenants may not renew their leases
- 1.3 Risk from the ability of retail tenants to pay rent and service charges
- 1.4 Risk from renovations/repairs to properties that impact revenue generation
- 1.5 Risk from reliance on major retail tenants
- 1.6 Risk that the Trust's performance depends on the property manager's abilities
- 1.7 Risk relating to competitors in the Trust's business operations
- 1.8 Risks that may arise from borrowing
- 1.9 Potential conflicts of interest between the Trust and True Properties
- 1.10 Risk from outbreaks of communicable diseases, fear of outbreaks, or other serious public health issues

2. Risks Relating to the REIT's Ability to Benefit from Its Invested Properties

- 2.1 Risk from potential expropriation of land
- 2.2 Risk from natural disasters, accidents, sabotage, and other force majeure events
- 2.3 Risk from properties designed for specific purposes

3. Risks Relating to the REIT's Investment in Real Estate

- 3.1 Risk from changes in property appraisal values
- 3.2 Risk from investing in leasehold rights which decline in value over time

4 Risks Relating to Investment in the REIT's Units

- 4.1 Risk relating to unit prices potentially declining after the offering and liquidity in the secondary market
- 4.2 Risk from impacts of changes to accounting standards or relevant laws
- 4.3 Risk from impacts of changes to relevant taxes or fees

Information

REIT Manager	BBL Asset Management Company Limited
Address	175 Sathorn City Tower, 7th, 21st and 26th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120
Tel	02-674-6488
URL	www.bworkreit.com

Trustee	Krung Thai Asset Management Public Company Limited
Address	No. 1 Empire Tower, 32nd Floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120
Tel	02-686-6100
URL	www.ktam.co.th

2. Summary of Key Information of the REIT

2.1 Details of the REIT

REIT Name	Bualuang Office Leasehold Real Estate Investment Trust
REIT Abbreviation	B-WORK
REIT Manager	BBL Asset Management Company Limited
Property Manager	True Properties Company Limited
Trustee	Krungthai Asset Management Public Company Limited
REIT Term	Indefinite
REIT Type	Non-redeemable
Lease Period	30-year leasehold rights over land and buildings of True Tower 1 and True Tower 2 projects, effective from the registration date until February 7, 2048
Registered Paid-up Capital	3,581,306,160 Baht
Summary of Revenue Generation from Invested Assets	The policy is to generate benefits from the core assets by leasing the property spaces to retail tenants. The REIT Manager (BBLAM) procures benefits from the REIT's assets by setting policies and strategies to manage the assets for maximum benefit to the REIT. Property management duties are delegated to True Properties as the Property Manager.
Summary of Borrowing Information	The REIT entered into a long-term loan agreement with Bangkok Bank PCL for THB 920,000,000 to fund the investment in the initial core assets. (As of December 31, 2023, the remaining long-term loan balance was THB 818,800,000)
Key Information on Guaranteed Income from Assets	- None -

Summary of Significant Events Affecting REIT Operations

The REIT announced through the Stock Exchange of Thailand channel on September 11, 2023, that the major tenant group of True Tower 2 project has notified their intention not to renew the leases expiring towards the end of 2023, covering an area of 7,861 sq.m. or 31.4% of the total leasable area of the project. Additionally, around 49.0% of the leases are due to expire in 2024, for which the major tenant group has not yet concluded on renewal. This may significantly impact the REIT's operating performance in 2025.

Payment of REIT Benefits

For the year 2023, the REIT paid distribution to the unitholders a total of 4 times, amounting to 0.664620 baht per unit, totaling 245,111,856 baht. This represents 223.1% of the net profit adjusted for reserve items as specified in Announcement Part 6, Clause 6.3.3 History of Dividend Payments.

In summary, since the establishment of the REIT, the details of the dividend payments are as follows:

No.	Operating Period	Payment Date	Dividend (Baht per trust unit)	Total (Baht per trust unit)
1	6 FEB 2018 – 30 JUN 2018	6 September 2018	0.3034	0.4834
2	1 JUL 2018 – 31 DEC 2018	25 March 2019	0.1800	
3	1 JAN 2019 – 31 MAR 2019	11 June 2019	0.1912	0.7558
4	1 APR 2019 – 30 JUN 2019	5 September 2019	0.1810	
5	1 JUL 2019 – 30 SEP 2019	6 December 2019	0.1880	
6	1 OCT 2019 – 31 DEC 2019	26 March 2020	0.1956	
7	1 JAN 2020 – 31 MAR 2020	10 June 2020	0.1951	0.7709
8	1 APR 2020 – 30 JUN 2020	10 September 2020	0.1923	
9	1 JUL 2020 – 30 SEP 2020	8 December 2020	0.1923	
10	1 OCT 2020 – 31 DEC 2020	24 March 2021	0.1912	
11	1 JAN 2021 – 31 MAR 2021	9 June 2021	0.2029	0.7825
12	1 APR 2021 – 30 JUN 2021	8 September 2021	0.1966	

No.	Operating Period	Payment Date	Dividend (Baht per trust unit)	Total (Baht per trust unit)
13	1 JUL 2021 – 30 SEP 2021	13 December 2021	0.1915	
14	1 OCT 2021 – 31 DEC 2021	25 March 2022	0.1915	
15	1 JAN 2022 – 31 MAR 2022	13 June 2022	0.1771	0.7084
16	1 APR 2022 – 30 JUN 2022	8 August 2022	0.1771	
17	1 JUL 2022 – 30 SEP 2022	13 December 2022	0.1771	
18	1 OCT 2022 – 31 DEC 2022	24 March 2023	0.1771	
19	1 JAN 2023 – 31 MAR 2023	9 June 2023	0.1807	0.664620
20	1 APR 2023 – 30 JUN 2023	8 September 2023	0.1807	
21	1 JUL 2023 – 30 SEP 2023	12 December 2023	0.075754	
22	1 OCT 2023 – 31 DEC 2023	22 March 2024	0.227466	
Total			4.165620	4.165620

Information of Capital Reduction

In 2023, the REIT paid a capital reduction of 0.1050 baht per unit, totaling 38,724,000 baht. Currently, the remaining par value per unit is 9.7107 baht per unit. The details of the capital reduction can be summarized as follows:

No.	Payment Date	Capital Reduction (Baht per trust unit)
1	11 December 2018	0.1843
2	12 December 2023	0.1050
Total		0.2893

2.2 Key Risks of Investment in Trust Units

2.2.1 Risks Relating to the REIT's Business Operations

- 2.2.1.1 Risk from non-compliance with agreements
- 2.2.1.2 Risk that tenants may not renew their leases
- 2.2.1.3 Risk from the ability of retail tenants to pay rent and service charges
- 2.2.1.4 Risk from renovations/repairs to properties that impact revenue generation
- 2.2.1.5 Risk from reliance on major retail tenants
- 2.2.1.6 Risk that the Trust's performance depends on the property manager's abilities
- 2.2.1.7 Risk relating to competitors in the Trust's business operations
- 2.2.1.8 Risks that may arise from borrowing
- 2.2.1.9 Potential conflicts of interest between the Trust and True Properties
- 2.2.1.10 Risk from outbreaks of communicable diseases, fear of outbreaks, or other serious public health issues

2.2.2 Risks Relating to the REIT's Ability to Benefit from Its Invested Properties

- 2.2.2.1 Risk from potential expropriation of land
- 2.2.2.2 Risk from natural disasters, accidents, sabotage, and other force majeure events
- 2.2.2.3 Risk from properties designed for specific purposes

2.2.3 Risks Relating to the REIT's Investment in Real Estate

- 2.2.3.1 Risk from changes in property appraisal values
- 2.2.3.2 Risk from investing in leasehold rights which decline in value over time

2.2.4 Risks Relating to Investment in the REIT's Units

- 2.2.4.1 Risk relating to unit prices potentially declining after the offering and liquidity in the secondary market
- 2.2.4.2 Risk from impacts of changes to accounting standards or relevant laws
- 2.2.4.3 Risk from impacts of changes to relevant taxes or fees

3. Key Financial Information

Summary of Auditor's Reports in the Past

Year	Auditor	Audit Firm
2023	Miss Sujitra Masena	KPMG Phoomchai Audit Ltd.
2022	Miss Sujitra Masena	KPMG Phoomchai Audit Ltd.
2021	Miss Sujitra Masena	KPMG Phoomchai Audit Ltd.

The following report is regarding the financial statements that have been audited by a certified public accountant.

The auditor's opinion on the financial statements for the year ended December 31, 2023, can be summarized as follows:

“The auditor commented that the accompanying financial statements present fairly, in all material respects, the financial position of the Trust as of December 31, 2023, and its financial performance, changes in net assets, cash flows, and the significant financial information for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs) “

3.1 Financial Statements

Balance sheet (Unit: Baht)	As of 31 December 2023	As of 31 December 2022	As of 31 December 2021
Investments in leasehold properties at fair value	4,242,168,661	4,722,357,711	4,629,225,928
Investments measured at fair value through profit or loss	184,586,072	276,729,814	208,022,405
Cash and cash equivalents	112,971,828	121,701,480	173,162,339
Receivables on accrued rental and service income	128,793,867	24,854,300	14,810,195
Receivables on accrued other income	9,640,755	8,352,981	17,603,842
Receivables on accrued interest income	8,381	74,077	56,306
Deferred expenses	-	52,232	581,807
Refundable deposits	11,832,700	10,523,200	10,523,200
Other assets	7,863,828	16,132,737	13,011,464
Total assets	4,697,866,092	5,180,778,532	5,066,997,486

Balance sheet (Unit: Baht)	As of 31 December 2023	As of 31 December 2022	As of 31 December 2021
Trade accounts payable	26,499,133	24,971,868	13,450,109
Other payables and accrued expenses	45,437,905	48,996,455	72,695,181
Rental and service income received in advance	4,328,349	25,422,425	23,269,235
Deposits from rental and services	129,863,532	131,058,606	107,102,401
Long-term borrowings	818,800,000	869,400,000	920,000,000
Other liabilities	7,740,780	1,996,124	1,838,475
Total liabilities	1,032,669,699	1,101,845,478	1,138,355,401
Net Asset Value	3,665,196,393	4,078,933,054	3,928,642,085
Capital from unitholders	3,581,306,160	3,620,030,160	3,620,030,160
Retained earnings	83,890,233	458,902,894	308,611,925
Net assets	3,665,196,393	4,078,933,054	3,928,642,085
Net asset value per unit (Baht)	9.9381	11.0600	10.6525
Number of trust units issued at the end of the year (Units)	368,800,000	368,800,000	368,800,000

3.2 Statement of income

Statement of income (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	1 January 2021 - 31 December 2021
Rental and service income	604,346,639	593,305,699	569,034,589
Interest income	3,130,843	786,816	653,512
Other income	10,508,510	11,213,973	10,150,926
Total income	617,985,992	605,306,488	579,839,027
Management fees	13,247,410	13,769,319	13,513,554
Trustee fees	8,600,653	8,872,046	8,739,048
Registrar fees	1,215,530	1,177,523	1,187,153
Property management fees	55,667,910	53,872,931	52,040,542
Professional fees	1,586,100	1,556,155	1,513,300
Amortization of deferred expenses	52,232	529,575	529,575
Costs of rental and services	153,360,308	141,944,769	136,773,883
Administration expenses	2,444,415	11,741,393	2,285,751
Finance costs	48,309,376	38,819,381	39,100,000
Total expenses	284,483,934	272,283,092	255,682,806
Net profit on investments	333,502,058	333,023,396	324,156,221

Statement of income (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	1 January 2021 - 31 December 2021
Net gain (loss) on changes in fair value of investments in leasehold properties	(481,999,001)	83,799,910	43,741,175
Net gain (loss) on changes in fair value of investments measured at fair value through profit or loss	6,828	14,477	(57,017)
Net gain (loss) on investments	(481,992,173)	83,814,387	43,684,158
Net increase in net assets resulting from operations	(148,490,115)	416,837,783	367,840,379

3.3 Statement of cash flows

Statement of cash flows (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	1 January 2021 - 31 December 2021
Net increase in net assets resulting from operations	(148,490,115)	416,837,783	367,840,379
Acquisitions of investments in leasehold properties	(14,045,193)	(3,963,916)	-
Purchase of investments	(539,553,154)	(642,017,215)	(652,421,063)
Disposal of investments	634,000,000	574,054,665	592,399,773
Amortization of deferred expenses	52,232	529,575	529,575
Amortization of discount on investments in bonds	(2,296,276)	(730,382)	(164,080)
Decrease (increase) in receivables on accrued rental and service income	(103,939,567)	(10,044,105)	(303,044)
Decrease (increase) in receivables on accrued other income	(1,287,774)	9,250,861	(9,738,458)
Increase in deposits	(1,309,500)	-	-
Decrease (increase) in other assets	8,268,909	(3,121,273)	10,107,688
Increase (decrease) in trade accounts payable	4,753,594	7,049,944	(1,969,478)
Increase (decrease) in other payable and accrued expenses	2,219,205	(24,856,293)	22,317,601
Increase (decrease) in rental and service income received in advance	(21,094,076)	2,153,190	(14,993,257)

Statement of cash flows (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	1 January 2021 - 31 December 2021
Increase (decrease) in deposit from rental and services	(1,195,074)	23,956,205	(14,768,866)
Increase (decrease) in other liabilities	5,744,656	157,649	(1,073,828)
Interest income	(834,567)	(786,816)	(653,512)
Interest received	900,262	769,045	643,145
Finance costs	48,309,376	38,819,381	39,100,000
Net gain (loss) on changes in fair value of investments in leasehold properties	481,999,001	(83,799,910)	(43,741,175)
Net (gain) loss on changes in fair value of investments measured at fair value through profit or loss	(6,828)	(14,477)	57,017
Net cash from operating activities	352,195,111	304,243,911	293,168,417
Interest paid	(45,078,217)	(38,557,956)	(39,100,000)
Repayment of long-term borrowings	(50,600,000)	(50,600,000)	-
Distribution to trust unitholders	(226,522,546)	(266,546,814)	(288,475,006)
Capital return to trust unitholders	(38,724,000)	-	-
Net cash used in financing activities	(360,924,763)	(355,704,770)	(327,575,006)
Net increase (decrease) in cash and cash equivalents	(8,729,652)	(51,460,859)	(34,406,589)
Cash and cash equivalents at 1 January	121,701,480	173,162,339	207,568,928
Cash and cash equivalents at 31 December	112,971,828	121,701,480	173,162,339

4. Management Discussion and Analysis

4.1 Operating Performance

4.1.1 Total Income

Total income for FY2023 was THB 617.99mn, increasing 2.1% from last year, which consists of rental income of THB 229.05mn, service income of THB 375.30mn, interest income of THB 3.13mn, and other income of THB 10.51mn. The details of significant change are as follows:

- Rental income was THB 229.05mn, decreasing 1.4% from last year, which came mainly from the rental rate in a lease agreement, recognized based on a straight-line basis, and the decrease in occupancy rate
- Services income was THB 375.30mn, increasing 4.0% from last year. The details are as follows:
 - Service agreement income of THB 271.55mn, decrease from the last year, which came from an increase in the service rate in service agreements recognized based on a straight-line basis, and the decrease in occupancy rate
 - Utility income of THB 101.27mn, increasing 15.9% from last year, which is in line with the increase in the utility costs
 - Parking revenue was THB 2.48mn, increasing 21.5% from last year, due to tenants having returned to use more office spaces

Income (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	YoY (%)
Investment Income			
Rental income	229,048,747	232,282,432	(1.4%)
Service income	375,297,893	361,023,267	4.0%
Interest income	3,130,843	786,616	298.0%
Other income	10,508,510	11,213,973	(6.3%)
Total income	617,985,992	605,306,488	2.1%

4.1.2 Total Expenses

Total expense for FY2023 was THB 284.48mn, increasing 4.5% from last year. The details of significant changes are as follows:

- Costs of rental and services were THB 153.36mn, increasing 8.0% from last year, came mainly from the increase in utility costs

- Fees and expenses for trust and property management were THB 80.32mn, increasing 1.3% from last year
- Administrative expenses were THB 2.44mn, decreasing from last year, due to the one-time payment from the public offering application of the REIT's additional assets (No. 1) ended on September 28, 2022. As a result, B-WORK has to recognize the related expenses in FY2022
- Finance costs were THB 48.31mn, increasing 24.4% from last year, resulting from the increase in interest rates

Expenses (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	YoY (%)
Expenses			
Management fees	13,247,410	13,769,319	(3.8%)
Trustee fees	8,600,653	8,872,046	(3.1%)
Registrar fees	1,215,530	1,177,523	3.2%
Property management fees	55,667,911	53,872,931	3.3%
Professional fees	1,586,100	1,556,155	1.9%
Amortization of deferred expenses	52,232	529,575	(90.1%)
Costs of rental and services	153,360,308	141,944,769	8.0%
Administration expenses	2,444,415	11,741,393	(79.2%)
Finance costs	48,309,376	38,819,381	24.4%
Total expenses	284,483,934	272,283,092	4.5%

4.1.3 Net Profit on Investments and Net Increase in Net Assets resulting from Operations

B-WORK recorded the net profit on investments of THB 333.50mn, in line with last year, despite the decrease in occupancy rate. As a result of an increase in rental and service rate in the agreements, recognized based on a straight-line basis and the decrease in administrative expenses. Meanwhile, B-WORK recorded net decrease in net assets from operations of THB 148.49mn, decreasing 135.6% from last year, due to the decrease in net loss on revaluation of investment in leasehold properties

Statement of income (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022	YoY (%)
Total income	617,985,992	605,306,488	2.09%
Total expenses	284,483,934	272,283,092	4.48%
Net profit on investments	333,502,058	333,023,396	0.14%
Net gain (loss) on investments	(481,992,173)	83,814,387	(675.1%)
Net increase (decrease) in net assets resulting from operations	(148,490,115)	416,837,783	(135.6%)

4.2. Balance Sheet

4.2.1 Total Assets

Total assets of B-WORK as of 31 December 2023 were THB 4,697.87mn. These consist of investment in leasehold properties at fair value of THB 4,242.17mn, investment in securities and cash at financial institutions of THB 297.57mn and other assets of THB 29.35mn.

Statement of financial position (Unit: Baht)	As of 31 December 2023	As of 31 December 2022
Investments in leasehold properties at fair value	4,242,168,661	4,722,357,711
Investments measured at fair value through profit or loss	184,586,072	276,729,814
Cash and cash equivalents	112,971,828	121,701,480
Receivables on accrued rental and service income	128,793,867	24,854,300
Receivables on accrued other income	9,640,755	8,352,981
Receivables on accrued interest income	8,381	74,077
Deferred expenses	-	52,232
Refundable deposits	11,832,700	10,523,200
Other assets	7,863,828	16,132,737
Total assets	4,697,866,092	5,180,778,532

4.2.2 Total liabilities

Total liabilities were THB 1,032.67mn. These consist of account payables, accrued expenses, and rental and services income received in advance of THB 76.27mn, deposits from rental and services of THB 129.86mn, long-term loan of THB 818.80mn and other liabilities of THB 7.74mn.

Statement of financial position (Unit: Baht)	As of 31 December 2023	As of 31 December 2022
Trade accounts payable	26,499,133	24,971,868
Other payables and accrued expenses	45,437,905	48,996,455
Rental and service income received in advance	4,328,349	25,442,425
Deposits from rental and services	129,863,532	131,058,606
Long-term borrowings	818,800,000	869,400,000
Other liabilities	7,740,780	1,996,124
Total liabilities	1,032,669,699	1,101,845,478

4.2.3 Net Asset Value

Net asset value as of 31 December 2023 was THB 3,665.20mn, or THB 9.9381 per unit.

Statement of financial position (Unit: Baht)	As of 31 December 2023	As of 31 December 2022
Capital from unitholders	3,581,306,160	3,620,030,160
Retained earnings	83,890,233	458,902,894
Net assets	3,665,196,393	4,078,933,054
Net asset value per unit	9.9381	11.0600
Number of trust units issued at the end of the year (units)	368,800,000	368,800,000

4.3 Statement of cash flows

Cash and cash equivalents of B-WORK as of 31 December 2023 were THB 112.97mn, which consists of the following important items:

- Net cash from operating activities were THB 352.20mn, which increased from last year by THB 47.95mn
- Net cash used in financing activities were THB 360.92mn, which consisted of distribution to trust unitholders of THB 226.52mn, repayment of long-term borrowings of THB 50.60mn, interest paid of THB 45.08mn, and capital return to trust unitholders of THB 38.72mn.

Statement of cash flows (Unit: Baht)	1 January 2023 - 31 December 2023	1 January 2022 - 31 December 2022
Net cash from (used in) operating activities	352,195,111	304,243,911
Net cash from (used in) financing activities	(360,924,763)	(355,704,770)
Net increase (decrease) in cash and cash equivalents	(8,729,652)	(51,460,859)
Cash and cash equivalents at the beginning of the year/period	121,701,480	173,162,339
Cash and cash equivalents at the end of the year/period	112,971,828	121,701,480

4.4 Financial Ratio

As of 31 December 2023, the financial ratios of B-WORK are shown as follows:

Ratio	As of 31 December 2023	As of 31 December 2022	As of 31 December 2021
Debt to Total Assets (%)	17.43%	16.78%	18.16%
Interest Coverage Ratio (Times)	7.90 Times	9.58 Times	9.29 Times
Return on Capital Employed (ROCE) (%)	8.26%	7.32%	7.33%

5. General Information

REIT Name	Bualuang Office Leasehold Real Estate Investment Trust
REIT Abbreviation	B-WORK
REIT Manager	BBL Asset Management Company Limited
Property Manager	True Properties Company Limited
Trustee	Krungthai Asset Management Public Company Limited
REIT Term	Indefinite
REIT Type	Non-redeemable
Lease Period	30-year leasehold rights over land and buildings of True Tower 1 and True Tower 2 projects, effective from the registration date until February 7, 2048
Registered Paid-up Capital	3,581,306,160 Baht

6. Information on Trust Units

6.1 Trust Unit Information

Registered Capital Received from Trust Unitholders	3,688,000,000 Baht
Paid-Up Registered Capital	3,688,000,000 Baht
Paid-Up Capital Reduction	106,693,840 Baht
Current Registered Capital	3,581,306,160 Baht
Number of Trust Units	368,800,000 Units
Type of Trust Unit	Non-Redeemable Trust Units
Net Asset Value (as of December 31, 2023)	3,665,196,393 Baht
Net Asset Value per Unit (as of December 31, 2023)	9.9381 Baht per Unit
Net Asset Value (as of December 31, 2022)	4,078,933,054 Baht
Net Asset Value per Unit (as of December 31, 2022)	11.0600 Baht per Unit
Average Annual Trading Value	315,574,576 Baht
Market Capitalization*	1,659,600,000 Baht

*Remark * Market data referenced as of the latest business day on December 28, 2023*

6.2 Trust Unitholders Information

6.2.1 Top 10 Trust Unitholders as of the Latest Book Closing Date on December 28, 2023

No.	Trust Unitholders	No. of Trust Units	% Trust Units
1	True Properties Company Limited	56,000,000	15.18%
2	Social Security Office	33,330,000	9.04%
3	Allianz Ayudhya Assurance Public Company Limited	27,761,800	7.53%
4	Government Savings Bank	18,896,500	5.12%
5	PRINCIPAL PROPERTY INCOME FUND	16,358,100	4.43%
6	Mr. Wattana Hengkiattisak	10,106,800	2.74%
7	Muang Thai Life Assurance Public Company Limited	8,478,200	2.30%
8	Muang Thai Insurance Public Company Limited	7,836,700	2.13%
9	Aioi Bangkok Insurance Public Company Limited	7,323,100	1.99%
10	Krungthai-AXA Life Insurance Public Company Limited	6,855,500	1.86%
Total		192,946,700	52.32%

6.2.2 The major unitholders as at December 28, 2023 (holding trust units from 10% and more including connected person)

No.	Shareholders	Shares	% Trust Units
1	True Properties Co., Ltd.	56,000,000	15.18%
Total		56,000,000	15.18%

6.3 Distribution of the REIT Benefits

6.3.1 Distribution Policy

The Trust has a policy to pay distribution to the Trust Unitholders at least twice a year. However, if the REIT Manager deems appropriate, the REIT Manager may consider distributing benefits to the Trust Unitholders more than twice a year, whereby:

1) The REIT Manager will distribute no less than 90% (ninety percent) of the annual net profit as adjusted, to the Trust Unitholders within 90 (ninety) days from the last date of the fiscal year or the accounting period for which that distribution is made, as the case may be. The distribution shall be made no less than twice a year. The benefits to be distributed to the Trust Unitholders are divided into the Year-End Distribution and the Interim Distribution (if any).

The adjusted net profit under this clause shall mean the net profit after deduction of the following reserved funds:

- For repairs, maintenance, or improvements of the Trust's properties as clearly set forth in the filing, prospectus, annual registration statement, annual report, or as informed by the REIT Manager to the Trust Unitholders in advance.
- For repayment of loans or obligations arising from borrowings of the Trust as specified in the filing, prospectus, annual registration statement, annual report, or as informed by the REIT Manager to the Trust Unitholders in advance.
- For distribution to the Trust Unitholders of the class entitled to receive distributions or capital return in priority (if any).

Additional conditions:

- In considering the distribution to the Trust Unitholders, the REIT Manager and the Trustee shall take into account the necessity to maintain appropriate cash reserves of the Trust in accordance with the guidelines set out by the SEC Office.
- The REIT Manager shall not borrow to pay distributions to the Trust Unitholders.

- If the REIT is unable to make distributions to the Trust Unitholders, the REIT Manager and the Trustee shall clarify the reasons and necessity to the SEC Office as per the SEC Office's guidelines, and disclose them to the Trust Unitholders at the annual general meeting.
- In considering interim distributions, the distribution rate shall be at the REIT Manager's discretion. If the distribution amount per unit to be announced during any quarter or fiscal year is less than or equal to THB 0.10, the REIT Manager reserves the right not to make the distribution at that time, and to carry over such distribution to the next distribution payment.
- For the aforementioned distribution policy, the REIT Manager shall comply with this agreement, unless where the SEC Board, SEC Office and/or any other competent authorities under the law amend, change, add, publish, stipulate, order, approve and/or grant other exemptions, in which case the REIT Manager shall act accordingly.

2) If the REIT still has an accumulated loss, the REIT Manager shall not make any distributions to the Trust Unitholders.

6.3.2 Limitations and Methods of Distribution Payment to Trust Unitholders

(1) Trust unitholders or the same group of trust unitholders holding trust units in excess of the rate or not in accordance with the criteria prescribed in the Notification TorJor. 49/2555 or in any other proportion as prescribed by the SEC Board and/or the SEC Office shall have limitations on the right to receive distribution. In this regard, only the portion exceeding or not in accordance with such criteria shall apply. Such trust unitholders or the same group of trust unitholders will receive distribution only in proportion to the trust unit holding portion within the rate prescribed in the Notification TorJor. 49/2555 or in any other proportion as prescribed by the SEC Board and/or the SEC Office. The REIT Manager shall calculate the number of trust units of each trust unitholder in that group entitled to receive distribution by using the pro rata basis according to each trust unitholder's trust unit holding proportion as the basis for calculating the payment of distribution. However, this shall not apply if the SEC Office announces, orders or grants an exemption otherwise. The portion of distribution that cannot be paid to such trust unitholders shall vest in other trust unitholders in proportion to their respective trust unit holdings. The REIT Manager shall consider allocating such benefits to the trust unitholders entitled to receive them at that time.

(2) The REIT Manager shall announce the payment of distribution on the book closure date for trust unitholders or the date for determining the names of trust unitholders entitled to receive distribution, as well as the rate of distribution, through the information dissemination system of the Stock Exchange of Thailand, and may also announce by any one of the following methods:

(2.1) Sending letters notifying the trust unitholders whose names appear in the trust unitholders register of the Trust on the book closure date for trust unitholders or the date for determining the names of trust unitholders; or

(2.2) Posting notices at all offices of the Trust Manager; or

(2.3) Posting on the Trust Manager's website; or

(2.4) Publishing in at least one (1) newspaper.

(3) The REIT Manager shall pay distribution by transferring money into the bank accounts of the trust unitholders or by issuing crossed cheques made payable to the names of the trust unitholders at the addresses appearing in the trust unitholders register.

(4) In the event that any trust unitholder fails to exercise the right to claim distribution within the prescription period under the Civil and Commercial Code, the REIT Manager shall not utilize such unclaimed distribution for any purposes other than for the benefit of the Trust.

6.3.3 History of Dividend Payment

For the operating results period from January 1, 2023, to December 31, 2023, the REIT announced the distribution of benefits to the Trust Unitholders 4 times, totalling 0.664620 baht per unit. The total benefits distributed amounted to 245,111,856 baht, or 223.1% of the net profit adjusted by the reserved funds as prescribed.

In summary, since the establishment of the REIT, the details of the dividend payments are as follows:

No.	Operating Period	Payment Date	Dividend (Baht per trust unit)	Total (Baht per trust unit)
1	6 FEB 2018 – 30 JUN 2018	6 September 2018	0.3034	0.4834
2	1 JUL 2018 – 31 DEC 2018	25 March 2019	0.1800	
3	1 JAN 2019 – 31 MAR 2019	11 June 2019	0.1912	0.7558
4	1 APR 2019 – 30 JUN 2019	5 September 2019	0.1810	
5	1 JUL 2019 – 30 SEP 2019	6 December 2019	0.1880	
6	1 OCT 2019 – 31 DEC 2019	26 March 2020	0.1956	
7	1 JAN 2020 – 31 MAR 2020	10 June 2020	0.1951	0.7709
8	1 APR 2020 – 30 JUN 2020	10 September 2020	0.1923	
9	1 JUL 2020 – 30 SEP 2020	8 December 2020	0.1923	
10	1 OCT 2020 – 31 DEC 2020	24 March 2021	0.1912	
11	1 JAN 2021 – 31 MAR 2021	9 June 2021	0.2029	0.7825

No.	Operating Period	Payment Date	Dividend (Baht per trust unit)	Total (Baht per trust unit)
12	1 APR 2021 – 30 JUN 2021	8 September 2021	0.1966	
13	1 JUL 2021 – 30 SEP 2021	13 December 2021	0.1915	
14	1 OCT 2021 – 31 DEC 2021	25 March 2022	0.1915	
15	1 JAN 2022 – 31 MAR 2022	13 June 2022	0.1771	0.7084
16	1 APR 2022 – 30 JUN 2022	8 August 2022	0.1771	
17	1 JUL 2022 – 30 SEP 2022	13 December 2022	0.1771	
18	1 OCT 2022 – 31 DEC 2022	24 March 2023	0.1771	
19	1 JAN 2023 – 31 MAR 2023	9 June 2023	0.1807	0.664620
20	1 APR 2023 – 30 JUN 2023	8 September 2023	0.1807	
21	1 JUL 2023 – 30 SEP 2023	12 December 2023	0.075754	
22	1 OCT 2023 – 31 DEC 2023	22 March 2024	0.227466	
Total			4.165620	4.165620

6.3.4 History of Capital Reduction

No.	Book Closing Date	Payment Date	Capital Reduction (Baht per Unit)	Reason for Paid-up Capital Reduction
1	27 November 2018	11 December 2018	0.1843	Due to net loss from changes in fair value of investments from asset valuation in the 3rd quarter of 2018. This is a non-cash expense item and does not need to be included in the calculation of the Trust's adjusted net profit. Therefore, the Trust can proceed with a capital reduction in accordance with the criteria specified in the Trust Deed.
2	28 November 2023	12 December 2023	0.1050	Due to net loss from changes in fair value of investments from asset valuation in the 3rd quarter of 2023. This is a non-cash expense item and does not need to be included in the calculation of the Trust's adjusted net profit. Therefore, the Trust can proceed with a capital reduction in accordance with the criteria specified in the Trust Deed.
Total			0.2893	

7. Policy, Business Overview, and Benefit Procurement

7.1 Objective of the REIT

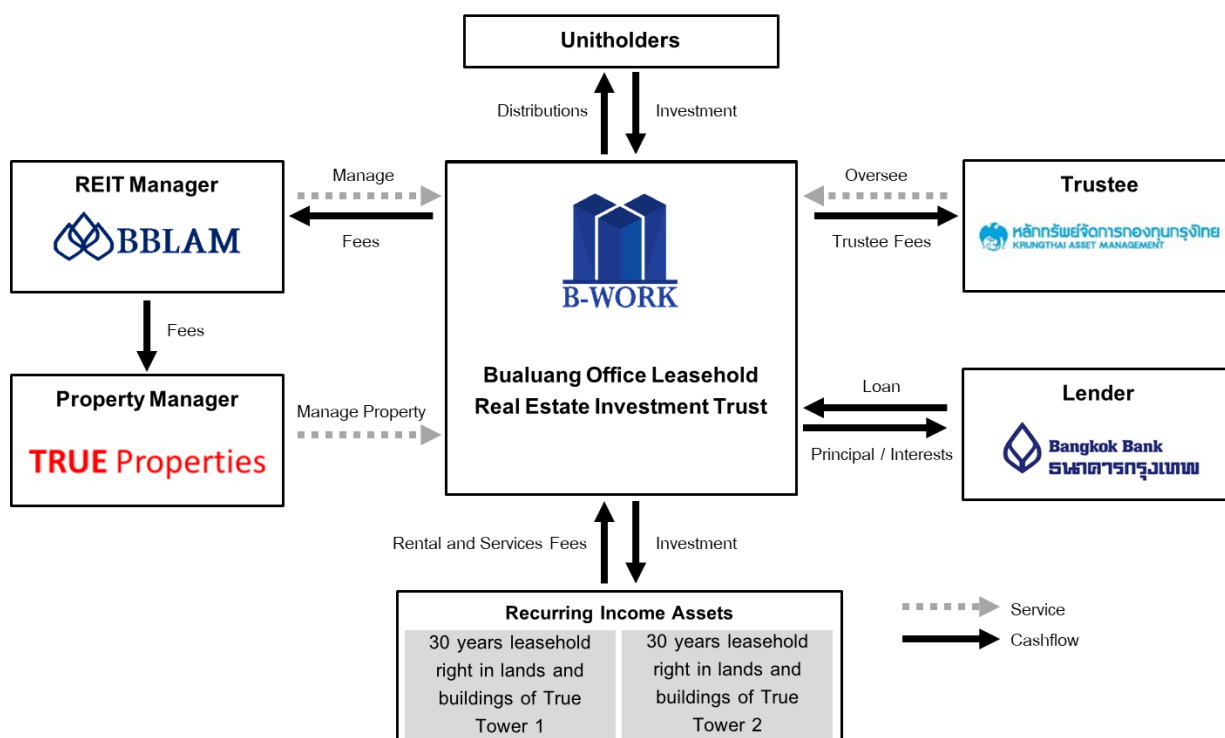
Bualuang Office Leasehold Real Estate Investment Trust ("REIT") was established under the Trust for Transactions in Capital Market Act B.E. 2550 (2007) on 6 February 2018. Krungthai Asset Management Public Company Limited ("KTAM") is the trustee, and BBL Asset Management Company Limited ("BBLAM") is the REIT Manager.

The Trust was established for the purpose of transactions in the capital market as prescribed by the SEC, with the objective of issuing and offering trust units in a Real Estate Investment Trust (REIT) to the public according to the Notification TorJor. 49/2555 (2012), and the objective of listing the trust units on the Stock Exchange of Thailand. After the REIT utilized the proceeds from the trust unit offering and borrowings to invest in its main assets, BBLAM, as the REIT Manager, appointed True Properties Company Limited ("True Properties") as the Property Manager for True Tower 1 and True Tower 2 projects to procure benefits through leasing and/or sub-leasing as well as providing related services. The Trust will derive revenue from procuring benefits from the properties in the form of rental and service income and other related benefits.

The operations of the REIT Manager are under the supervision and monitoring of the Trustee to ensure compliance with the Trust Deed and REIT Manager Appointment Agreement, as well as rules under the Trust Act and other relevant SEC and SET notifications. The REIT will seek benefits solely from leasing the properties and will not operate in any manner that would constitute operating other businesses. The properties will also not be leased to persons suspected of using them for unethical or illegal businesses.

The REIT's management is subject to the provisions under the Trust Deed, a full copy of which is available from BBL Asset Management Company Limited.

The structure of the REIT can be illustrated as follows:



7.2 Relationship with Affiliated of the Property Manager or Major Unitholders

As of December 31, 2023, True Properties Company Limited is a major unitholder of the REIT, holding 15.18% of total trust units.

While True Properties Company Limited is a significant unitholder and serves as the Property Manager of the REIT, the REIT has established mechanisms and measures to select and oversee the Property Manager. These procedures prioritize the best interests of the unitholders. The REIT exercises prudence in safeguarding the interests of all unitholders and ensures that there are no conflicts of interest arising from True Properties' dual roles through proper checks and balances. Strict compliance with relevant laws, regulations, and the REIT's operational framework is maintained at all times.

7.3 Details of the Invested Assets of the REIT

7.3.1 Details of Assets

1.) True Tower 1



The True Tower 1 Project is a sizable office building spanning 36 stories, with a basement floor. Situated at 18 Ratchadaphisek Road, in the Huai Khwang Subdistrict of Huai Khwang District, Bangkok, construction was finalized, and the building commenced operation in 1993. The total usable area, as specified in the construction permit at the time of investment, is 63,615 square meters, accommodating parking for 431 cars. Presently, the primary tenants include companies from both the True Group and the Charoen Pokphand Group. Internally, the building is equipped with comprehensive utility systems, encompassing electrical, air conditioning, elevator, telephone, and fire protection systems. Additionally, a security camera system is installed both indoors and outdoors, ensuring comprehensive surveillance and safety measures.

The land on which the True Tower 1 project is located has the following details:

No.	Title Deed No.	Lot No.	Survey No.	Land Area		
				Rai	Ngan	Sq.Wah
1	8027	409 (328)	468	2	1	86.7
2	42843	405 (1857)	2968	1	1	92.0
Total				3	3	78.7

System works and public utilities inside True Tower 1 Project

System works and public utilities	Details
Electrical and Communication System	<ul style="list-style-type: none"> - High Voltage System - Electrical Emergency - Main Distribution Board, Load Center, and Emergency Distribution Board - Telephone System - Television System - CCTV - Computer Network System
Sanitary and Fire Protection System	<ul style="list-style-type: none"> - Cold Water System - Waste Water Treatment System - Drainage System - Fire Protection System
Air Condition and Ventilation System	<ul style="list-style-type: none"> - Air Condition System (VRV) - Ventilation system
Elevator System	<ul style="list-style-type: none"> - 6 Passenger Elevators (Low Zone) - 6 Passenger Elevators (High Zone) - 2 Passenger Elevators (Car Park) - 1 Service Elevator

2.) True Tower 2



The True Tower 2 project is an office building situated at 1252 Phatthanakan Road, in the Suan Luang Subdistrict of Suan Luang District, Bangkok. Presently, it operates as an office building available for rental to the True Group, Charoen Pokphand Group, as well as external tenants. The project comprises four buildings, outlined as follows:

1. Building No. 1 which is a 14-storey office building with 1 basement level
2. Building No. 2 is a 7-storey office building
3. Building No. 3 is a 7-storey car park building with 1 basement level
4. Building No. 4 is a 5-storey office building

Building 1 was completed and opened for use in 1991, while Buildings 2, 3, and 4 were completed and made operational in 2012. The total usable area of the project encompasses approximately 41,417 square meters, with parking facilities available for a total of 429 cars. Internally, the buildings are equipped with utility systems,

comprising electrical, air conditioning, elevator, telephone, and fire protection systems. Additionally, security camera systems are installed both indoors and outdoors for enhanced surveillance and safety measures.

The land on which the True Tower 2 project is located has the following details:

No.	Title Deed No.	Lot No.	Survey No.	Land Area		
				Rai	Ngan	Sq.Wah
1	2923	2822 (61)	99	4	0	56.0
2	90760	2823 (1684)	7111	4	0	57.0
Total				8	1	13.0

System works and public utilities inside True Tower 2 Project

System works and public utilities	Details
Electrical and Communication System	<ul style="list-style-type: none"> - High Voltage System - Electrical Emergency - Main Distribution Board, Load Center, and Emergency Distribution Board - Telephone System - Television System - CCTV - Computer Network System
Sanitary and Fire Protection System	<ul style="list-style-type: none"> - Cold Water System - Waste Water Treatment System - Drainage System - Fire Protection System
Air Condition and Ventilation System	<ul style="list-style-type: none"> - Air Condition System (Chiller) - Air Condition System (VRV) - Ventilation system

System works and public utilities	Details
Elevator System	True Tower 2 Building 1 - 3 Passenger Elevators - 1 Service Elevator True Tower 2 Building 2 - 3 Passenger Elevators - 1 Service Elevator True Tower 2 Building 3 - 2 Passenger Elevators (Car Park) True Tower 2 Building 4 - 1 Passenger Elevator - 1 Freight Elevator

7.3.2 Value of the property as per the most recent appraisal report

Nexus Property Consultant Co., Ltd., an appraisal firm approved by the SEC, used the Income Approach or Discounted Cash Flow Analysis method to determine the asset value. This method estimates the cash flow projections over the remaining leasehold period. The key assumptions used in the valuation can be summarized as follows:

Details	True Tower 1	True Tower 2
Valuation Method	Income Approach / Discounted Cash Flow Analysis	
Remaining Leasehold Period	24 years 7 months based on the valuation date	
Valuation Date	1 July 2023	
Appraisal Value	Baht 2,990,000,000	Baht 1,260,000,000
Assumptions		
Net Leasable Area (NLA)	36-Storey and 1 underground level NLA 37,827 sqm	- Building 1 NLA 11,669 sqm - Building 2 NLA 7,757 sqm - Building 3 NLA 1,063 sqm - Building 4 NLA 4,552 sqm Total NLA 25,041 sqm
Average Rental Rate	722 THB/sqm/month	Office area: 550-648 THB/sqm/month Studio: 1,010-1,028 THB/sqm/month
Growth Rate	3.25% annual increase	0.00% - 3.25% annual increase
Occupancy Rate	98%	Average for the first 5 years: 81.06% After the first 5 years: 87.8%
Other revenues	Parking revenue, utilities revenue, and other revenue	

Details	True Tower 1	True Tower 2
Management Expenses	Estimated from actual cost incurred	
Property Management Fee	Details from Property Management Agreement	
Other Expenses	Major renovation expenses 3.0% of rental and services incomes	
Discount Rate	9.75%	

The REIT Manager has reviewed the key assumptions of the asset appraiser and views them as reasonable when compared to current operating performance, and they cover the trends in the office rental business.

However, actual operating results may differ from these assumptions, or events may not occur as anticipated, since these opinions are based on current business environment and economic conditions. Therefore, any future changes could potentially lead to a change in the REIT Manager's views going forward. In summary, while the assumptions are thoroughly reviewed for their reasonableness based on current conditions, future changes in the operating landscape could impact the validity of these assumptions and opinions over time.

7.4 Procurement of Benefit from Real Estate

7.4.1 Characteristics of Procuring Benefits

BBLAM, as the REIT Manager, has a policy to procure benefits from the initial investment assets by leasing them to retail operators. True Properties, with its experience and expertise in managing these assets, has been appointed as the Property Manager in accordance with the REIT Manager's policies. The Property Manager is responsible for seeking interested tenants, conducting marketing by directly contacting target customers or through intermediaries, promoting the properties, arranging site visits for prospective tenants, negotiating with interested parties, executing and renewing lease agreements, and collecting rental payments and following up on receivables. The REIT Manager will pay the Property Manager a management fee based on the performance of the managed projects.

7.4.2 Nature of Lease Agreements and Tenants

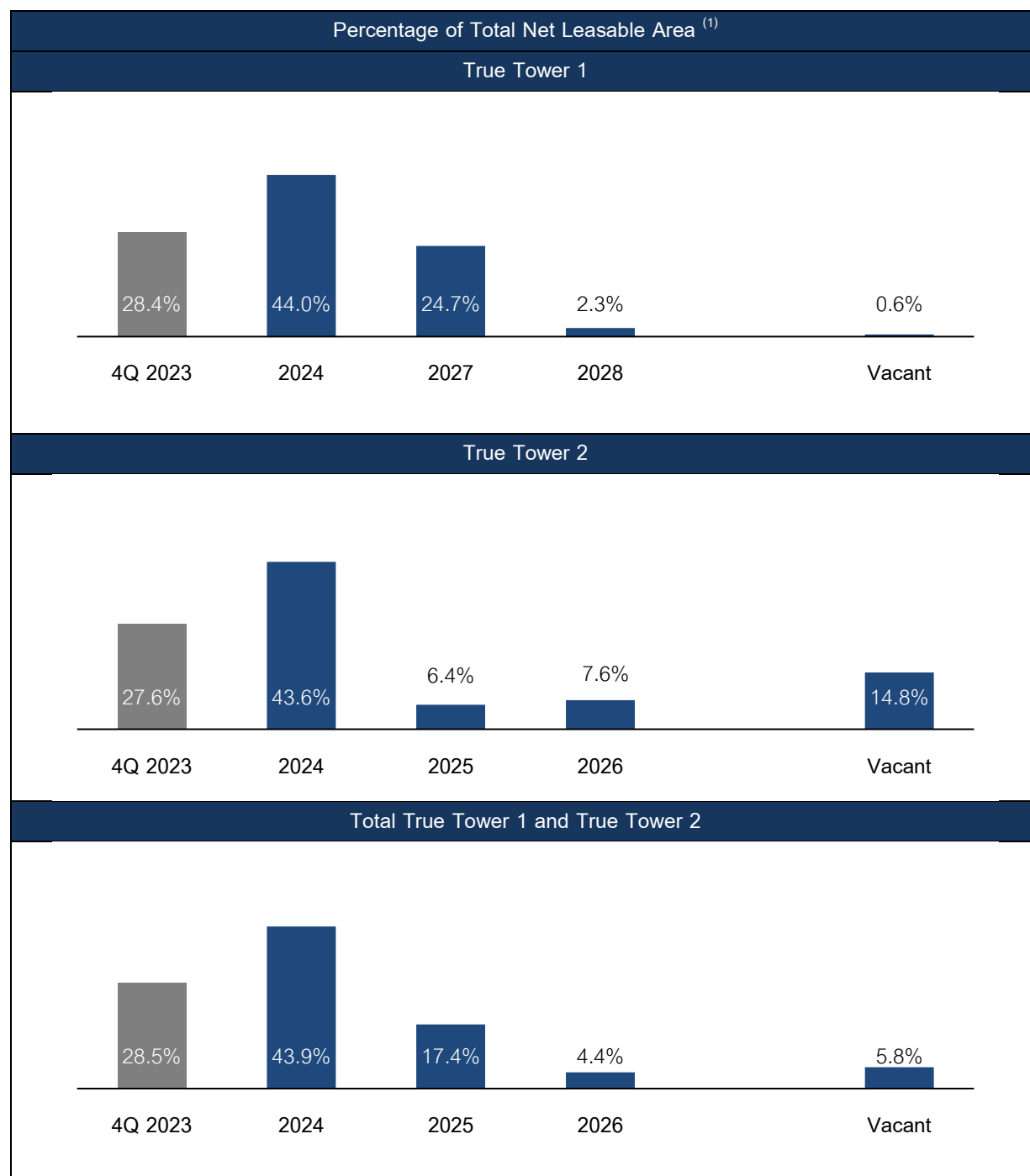
For the assets the REIT has invested in for True Tower 1 and True Tower 2 projects, the REIT has entered into sub-lease agreements and service agreements ("Lease Agreements") with tenants comprising the True Group, Charoen Pokphand Group, and external tenants. These are mostly standard lease agreements with similar terms and conditions. The lease and service periods generally have a tenure not exceeding 3 years, with options for the parties to renew under the stipulated terms and conditions. Details on occupancy rates, remaining lease terms before and after renewals are provided in the table below:

1.) Occupancy Rate at the end of FY2023⁽¹⁾

Utilization	Net Leasable Area (sq.m.)	Occupied Area (sq.m.)	Occupancy Rate
True Tower 1	37,827	37,604	99.4%
True Tower 2	25,041	16,151	64.5%
Total	62,868	53,755	85.5%

Remark (1) Excluding new tenants who leased space in early 2024.

2.) Remaining Term of Lease Agreement



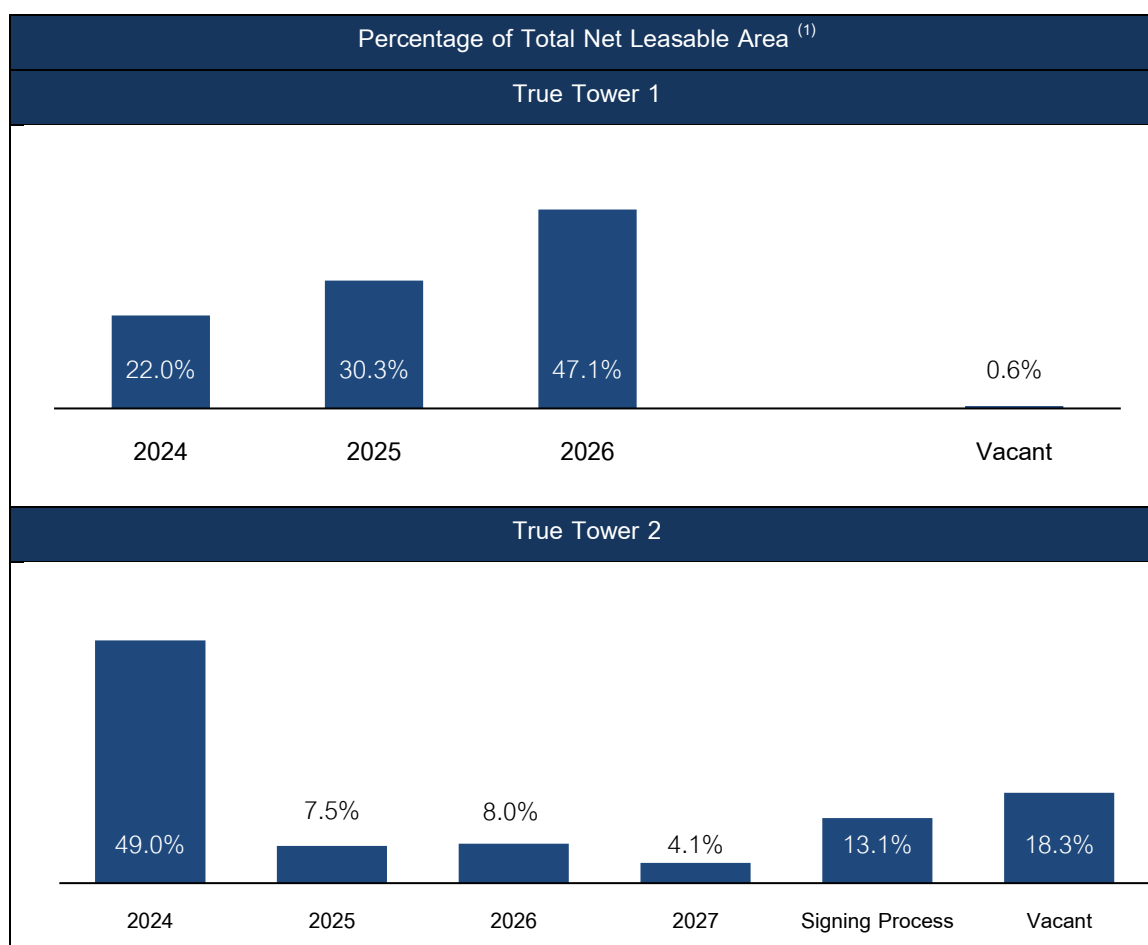
Remark (1) Information as of 31 December 2023 before renewal lease

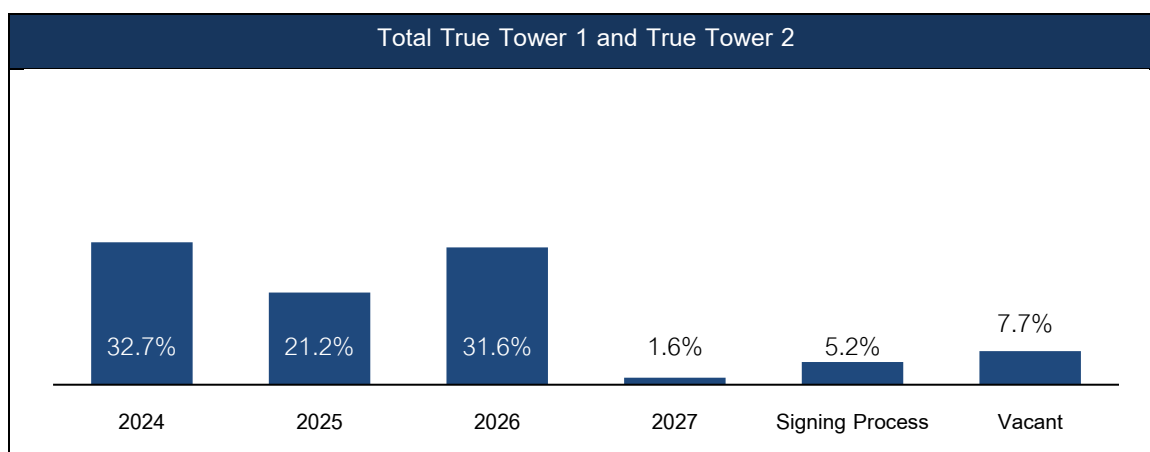
3.) Lease Renewal Rate of Lease Expiration at the end of 2023

Project	Lease expiration at the end of 2023 (sq.m.)	Leased Area with Lease Renewals or New Lease Agreements ⁽¹⁾
True Tower 1	11,006 (17.5% of Total Net Leasable Area)	100.0%
True Tower 2	6,903 (11.0% of Total Net Leasable Area)	21.0%
Total	17,909 (28.5% of Total Net Leasable Area)	69.5%

Remark (1) Information as of 31 December 2023

4.) Remaining Term of Lease Agreement After Renewal





Remark (1) Information as of 31 December 2023

5.) Average Rental Rate

Project	Average Rental Rate (THB/sqm/month) ⁽¹⁾				
	2019	2020 ⁽²⁾	2021 ⁽³⁾	2022	2023
True Tower 1	627	646	668	691	713
True Tower 2	581	598	619	640	651
Total	608	627	648	670	690

Remark

(1) Information as of 31 December 2023

(2) In 2020, ARR without rental rebate due to COVID-19 of True Tower 1 and True Tower 2 were 648 THB/sqm/month and 600 THB/sqm/month, respectively

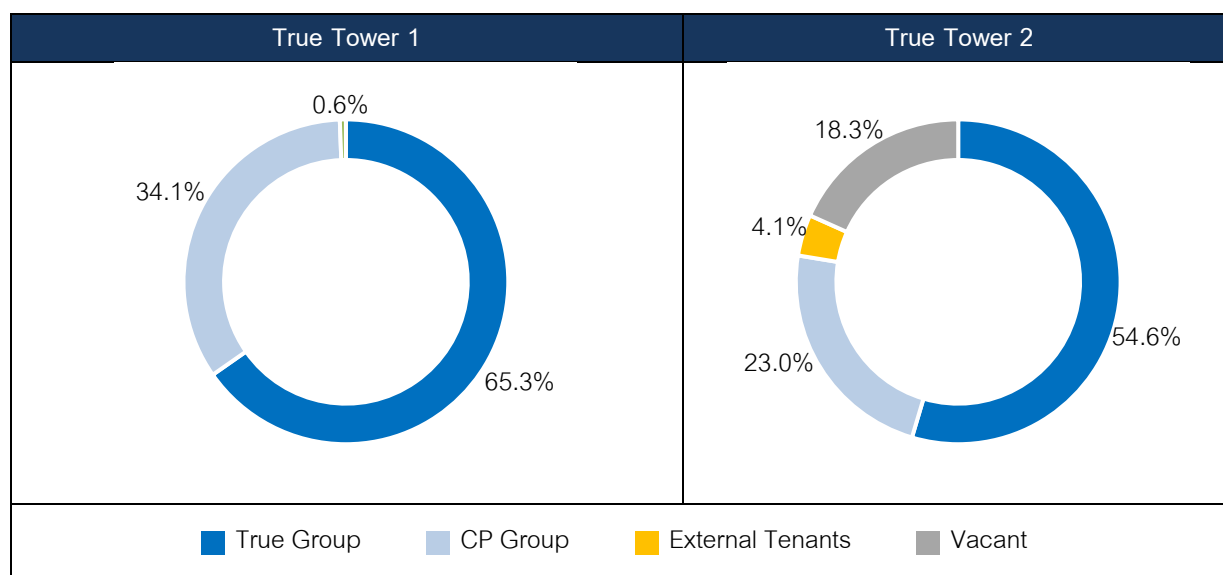
(3) In 2021, ARR without rental rebate due to COVID-19 of True Tower 1 and True Tower 2 were 669 THB/sqm/month and 620 THB/sqm/month, respectively

6.) Type of Business of the Tenants (as of 31 December 2023)

Type of Business	Percentage of Total Occupied Area
Information & Communication Technology	55.0%
Electronic Components	11.8%
Professional Services	8.0%
Media & Publishing	6.9%
Petrochemicals & Chemicals	2.5%
Food & Beverage	2.1%
Real Estate Development	1.9%
Wholesale Trade	1.6%
Online Gaming	0.8%
Transportation and Logistics	0.8%
Specialized Services	0.7%
Retail Operations	0.2%
Vacant	7.7%
Total	100.0%

7.) Tenant Mix Breakdown

Currently, the REIT's major tenant groups for the invested properties are the True Group and the Charoen Pokphand Group. The tenant mix breakdown is as follows:



8.) Impact in Case Major Tenant Groups Do Not Renew Leases

Since the True Group and Charoen Pokphand Group are the REIT's major tenant groups, their operating performance, space utilization policies, and business expansion plans may significantly impact the REIT's occupancy rates. Therefore, in the event that these major tenant groups do not renew their lease agreements, the REIT may require time to find new tenants. There is also no guarantee that the REIT will be able to lease out the vacant space at the previous rental rates, depending on the competitive market conditions for office rental buildings at that time. This could materially impact the Trust's revenue and returns. However, the REIT Manager and Property Manager will make their utmost efforts to negotiate lease renewals with the major tenant groups and promptly secure new tenants for any currently vacant space, in order to minimize the impact on the REIT. The management team remains committed to proactively managing tenant relationships and positioning the properties attractively to retain existing tenants while drawing new lessees to maintain high occupancy levels for the REIT's properties.

7.5 Borrowing

B-WORK entered loan contract with Bangkok Bank Public Company Limited under the following important conditions.

Lending Bank	Bangkok Bank Public Company Limited
Credit Applicant	Bualuang Office Leasehold Real Estate Investment Trust
Objective of Borrowing	For an investment in the core assets of the REIT
Credit Line	Long-term credit line of 920,000,000 Baht for investing in leasehold rights and M&E system of True Tower 1 and 2 Projects
Type of Interest Rate	Floating rate
Interest Rate	Not exceeding MLR (Minimum Loan Rate) -1.00% per annum whereas Minimum Loan Rate ("MLR") refers to the interest rate charged to prime customers and is a type of loan with fixed term of the lending bank.
Payment of Interest	Every 6 months on the last date of the month
Grace Period of Principal	The first principal repayment is commenced in the last date after 48 months counting from loan reimbursement.
Repayment Period	Repayment of principal every 6 months 1 st -12 nd Principal instalment Baht 25,300,000 per instalment 13 th Principal instalment Outstanding amount of total loan
Collateral	<ol style="list-style-type: none"> 1) No disposing or incurring encumbrance is allowed with True Tower 1 and True Tower 2 Projects (Negative Pledge) 2) Business security contract registration for True Tower 1 Project leasehold 3) Business security contract registration for rights to receive all rental payment of True Tower 1 Project and True Tower 2 Project 4) Property All Risks Insurance and Business Interruption Insurance whereas the bank is the co-beneficiary with the REIT

The borrowing will benefit unitholders in terms of returns, as the financial costs are lower than the cost of equity for unitholders. As of the end of 2566, the REIT had outstanding long-term loan facilities totalling 818,800,000 baht, and the loan-to-total asset value ratio was 17.43%.

8. Management Structure

8.1 REIT Manager

8.1.1 General Information

Name	BBL Asset Management Company Limited (“BBLAM”)
Licenses	Granted approval to be a REIT Manager on February 15, 2017, and Granted renewal of approval as a REIT Manager on February 14, 2022.
Corporate Headquarters Address	175 Sathorn City Tower, 7th, 21st and 26th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120
Phone Number	02-674-6488
Fax Number	02-679-5996
Website	http://www.bworkreit.com/
Email Address	bworkreit@bblam.co.th
Business Hours	8.30 hrs. to 17.00 hrs.
Registered Capital	100,000,000 Baht
Paid-Up Capital	100,000,000 Baht
Quantity of Issued and Called Shares	1,000,000 Shares
Par Value	100 Baht per Share

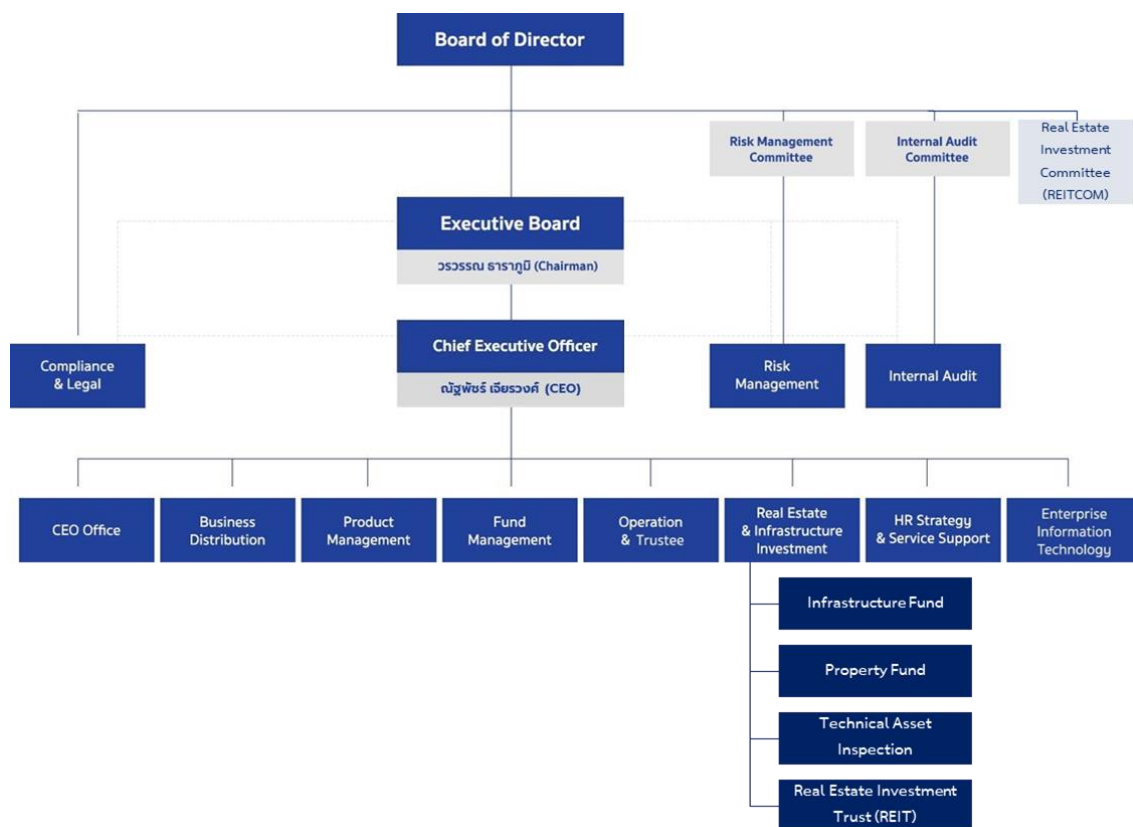
8.1.2 Management Structure

8.1.2.1 Shareholding structure of the REIT Manager as of December 31, 2023

No.	Shareholder Name	Shares	Shareholding (%)
1	Bangkok Bank Public Company Limited	749,996	75.00
2	Bangkok Life Assurance Public Company Limited	100,000	10.00
3	Asia Financial Holdings Ltd.	100,000	10.00
4	Bangkok Insurance Public Company Limited	50,000	5.00
5	Other shareholders	4	0.00

8.1.2.2 The company's organizational structure

The board structure of BBLAM comprises the board of directors and the executive committee, structured as follows:



8.1.2.3 Board of Director

Board of Directors: The following list comprises a total of 8 individuals.

No.	Name	Position	Education	Work Experience
1	Mrs. Voravan Tarapoom	Director	- MBA University of North Texas	- Chairman of the Executive Committee, BBL Asset Management Company Limited
2	Mr. Natthapachara Chiarawongse	Director	- Ph.D. in Computer Science and Engineering, The University of Michigan - Ann Arbor, Michigan USA - Master of Computer Information and Control Engineering, The University of Michigan - Ann Arbor, Michigan USA - Bachelor's degree, Chulalongkorn University	- Specialist Investment Advisor of the office of Insurance Commission
3	Mr. Stephen Tan	Director	- Master of Business Administration, St.John's University - BA Rutgers University	- Executive Director, Asia Financial Group - CEO, Asia Commercial Bank Ltd
4	Ms. Suyanee Puripanyawanich	Director	- Master of Finance, National Institute of Development Administration	- Assistant Director, Bangkok Bank Public Company Limited
5	Mr. Paisarn Lertkowitz	Director	- Master of Commerce , Funds Management , University of New Southwales	- Assistant Director, Bangkok Bank Public Company Limited

No.	Name	Position	Education	Work Experience
6	Ms. Piyamart Kumsaikaew	Director	- Ph.D. in Industrial Engineering, Iowa State University - Master of Industrial Engineering, Iowa State University - Bachelor of Computer Engineering King Mongkut's Institute of Technology Ladkrabang	- Vice President, Senior Bangkok Bank Public Company Limited
7	Mr. Wasin Wattanaworakijkul	Director	- Master of Marketing, Chulalongkorn University - Bachelor of International Marketing Chulalongkorn University	- Managing Director, BBL Asset Management Company Limited
8	Mr. Chone Sophonpanich	Director	- Master Degree, Johns Hopkins University - Bachelor's degree, University College London	- Director, Bangkok Life Assurance Public Company Limited

8.1.2.4 Executive Board

Executive Committee: The following list includes a total of 6 individuals.

No.	Name	Position
1	Mrs. Voravan Tarapoom	Chairman of Executive Board
2	Mr. Natthapachara Chiarawongse	Director
3	Mr. Chone Sophonpanich	Director
4	Ms. Suyanee Puripanyawanich	Director
5	Mr. Paisarn Lertkowitz	Director
6	Mr. Wasin Wattanaworakijkul	Director

Experience and Expertise of Directors and Executives

The top executive of the Real Estate and Infrastructure Investment group has over 5 years of relevant experience in managing REITs and property funds, as well as around 8 years of direct experience working in real estate development businesses. Additionally, there is a team with more than 10 years of experience in managing property funds.

Authorized Directors to Sign on Behalf of BBLAM as the REIT Manager

The authorized directors to sign on behalf of BAMMPL as the REIT Manager are Mrs. Voravan Tarapoom, Ms. Suyanee Puripanyawanich, Mr. Paisarn Lertkowitz, Ms. Piyamart Kumsaikaew, Mr. Wasin Wattanaworakijkul, and Mr. Natthapachara Chiarawongse. Any two out of these six directors can jointly sign with the company's seal affixed.

Roles, Duties and Responsibilities

The duties and responsibilities of the Board of Directors are divided into 2 parts: 1) Duties and responsibilities in the company's operations, and 2) Duties and responsibilities towards the REITs under management, with details as follows:

1) Duties and Responsibilities of the Board of Directors towards the Company

- (1) Perform duties in compliance with laws, objectives, company's articles of association, and resolutions of shareholders' meetings with integrity, prudence, and fairness to preserve the interests and treat all shareholders equitably.
- (2) Set policies, operational directions for the company, and oversee management's implementation of policies and regulations efficiently and effectively under good corporate governance.
- (3) Report the company's operational performance to shareholders at the shareholders' meetings.
- (4) Ensure credible and effective financial reporting, internal controls, and internal audits.
- (5) Supervise management to treat all stakeholders ethically and equitably.
- (6) Be ready to use independent judgement in determining strategies, management appointments, performance standards, and be willing to object to actions of other directors or management in cases of differing views that may impact shareholder equality.

- (7) Consider proposing meeting agenda items deemed important for the Board's consideration that have not yet been included.
- (8) Select and nominate new directors to replace those retiring by rotation, as well as select and nominate additional directors for appointment by shareholders.
- (9) Consider and approve significant matters relating to the company's operations, such as profit allocation to shareholders, shareholders' meeting arrangements, selection, appointment and compensation of the company's auditors, etc.

2) Duties and Responsibilities toward the REIT

- (1) Formulate the important policy of the REIT such as investment policy, asset leasing, selection of the property manager, etc.
- (2) Supervise and manage the reporting of the executive on the REIT's turnover, and various important issues, to the Board of Directors every quarter or in reasonable time.
- (3) Consider approving the entry into transactions in accordance with the notifications relating to acquisition of core assets and equipment of the REIT, and disposal of core assets and equipment of the REIT, and the entry into transactions with the related parties in accordance with the related criteria and regulations. The director who has gain and loss in any matter shall not have voting right on the said matter.
- (4) Consider approving the operating guideline for managing the potential risks of the REIT.
- (5) Supervise the REIT to ensure internal control in accordance with the criteria prescribed in internal control system of the REIT.
- (6) If the director acknowledges the material internal information that will affect change in the price of trust unit of the REIT. The director shall suspend trading of trust units of the REIT in the proper period prior to disclosure of information to public. The material information shall not be disclosed to another person. The violator may be punished according to law

8.1.2.5 Risk Management Committee

Composition of the Risk Management Committee

The Risk Management Committee is composed of representatives from the following departments:

- 1) 1 Company Director, serving as Chairman
- 2) Head of Risk Management Department, acting as Director and Secretary
- 3) Head of Compliance & Legal Department, serving as Director
- 4) Head of Fund Management Department, acting as Director
- 5) Head of Business Distribution Department, serving as Director
- 6) Head of Operation & Trustee Committee, serving as Director

Roles, Duties and Responsibilities

The Risk Management Committee has the duty to set the overall risk management policy framework and guidelines for the company. It oversees that the company's risk management system has effective mechanisms for risk identification, measurement, control, and monitoring. The committee also supervises, monitors, and evaluates the effectiveness of the management's risk management processes in accordance with the defined policies, with the following details:

- 1) Set the overall risk management policy, covering key risk areas such as credit risk, market risk, liquidity risk, operational risk, etc.
- 2) Formulate risk management policies aligned with strategies, encompassing risk management control, monitoring, evaluation, and oversight to maintain risk at appropriate levels.
- 3) Control, monitor, evaluate risk management, review risk management approaches, prescribe risk control measures and acceptable risk levels.
- 4) Review the adequacy and effectiveness of overall risk management policies and systems as well as compliance with defined policies.
- 5) Regularly report performance to the Board of Directors to facilitate improvement and alignment with stipulated risk management policies and criteria.

8.1.2.6. Internal Audit Committee

Composition of the Audit Committee

The Audit Committee comprises a minimum of 2 directors who are not involved in day-to-day management responsibilities.

Roles, Duties and Responsibilities

1) Financial Statements

- (1) Review to ensure that financial reports are adequate, accurate, reliable, and in accordance with generally accepted accounting principles.
- (2) Review with the auditors significant issues that may impact the credibility of material financial statements.
- (3) Review the company's disclosure of related party transactions or transactions that may involve conflicts of interest to ensure accuracy and completeness.

2) Internal Control

- (1) Review and evaluate the effectiveness of the internal control system, including internal controls over financial reporting.
- (2) Review to ensure management has implemented recommendations on internal controls from internal auditors and external auditors.

3) Internal Audit

- (1) Review and approve the internal audit charter, annual audit plan, as well as necessary personnel and resources.
- (2) Review the internal audit activities and performance to ensure independence and adherence to the plan.
- (3) Approve the appointment, removal, transfer, or termination, and consider performance evaluation of the chief internal auditor.

4) Compliance with Laws, Rules and Regulations

- (1) Be informed of issues regarding compliance with relevant laws, rules and regulations.

- (2) Review and monitor rectification of deficiencies identified by regulatory bodies overseeing the company.

5) Risk Management

- (1) Be informed that the company has appropriate risk management measures, systems and policies for risk assessment and management.

6) Other Responsibilities

- (1) Perform other tasks as assigned by the Board of Directors.
- (2) Regularly review and evaluate the Audit Committee Charter, and propose amendments to the Board for approval.
- (3) Conduct preliminary investigation when notified by the auditor of suspected fraud or violation of laws relevant to the duties of directors and executives under Section 89/25 of the Securities and Exchange Act, and inform the auditor and SEC within the statutory timeframe.

8.1.2.7 Real Estate Investment Committee (REITCOM)

Composition of Real Estate Investment Committee

The Real Estate Investment Committee is a committee established according to the resolution of the Board of Directors' meeting No.3/2016 on September 7, 2016. It was approved by the Board of Directors to have the main duty of considering, reviewing and approving the acquisition of principal assets and equipment of the REIT, the disposition of principal assets and equipment of the REIT, and entering into transactions with connected persons, before presenting to the Board of Directors. This includes considering, reviewing, and approving other significant transactions related to the management of the Trust in accordance with the relevant rules and regulations.

Currently, the Real Estate Investment Committee consists of experts in various fields, comprising at least 3 members but not exceeding 5 members as follows: the Chief Executive Officer, the highest executive of the Real Estate & Infrastructure Investment Department, and at least 1 but not more than 3 appointed members. This committee must include at least 1 member of the Company's Board of Directors.

The Real Estate Investment Committee holds meetings quarterly or when there are important agenda items or as deemed appropriate. The Real Estate Investment Trust (REIT) unit will arrange the meetings and act

as the secretary. For a quorum, no less than half of the committee members must attend the meeting. Resolutions are passed by a majority vote. Any member with vested interests or potential conflicts of interest in any matter must not participate in the consideration or vote on that matter.

Matters brought to the Real Estate Investment Committee meetings include investment strategies, management policies, capital structure, appointment of outsourced service providers, selection of investment assets, transactions classified as related party transactions with the REIT manager, annual budget setting, capital increases, borrowings, bond issuances, and other significant transactions related to REIT management under relevant rules and regulations, such as distribution of REIT benefits, etc.

Roles, Duties and Responsibilities

The duties and responsibilities of the Real Estate Investment Committee:

- 1) Review and approve investment strategies, management policies, benefit acquisition policies, as well as the capital structure of the Trusts under the company's management.
- 2) Review and approve the operational framework of the Real Estate Investment Trust (REIT) unit.
- 3) Oversee the operations of the Trusts under management of the REIT manager or property manager, such as investment strategies, management policies, including capital structure, to ensure compliance with approved plans.
- 4) Consider, review, and agree to the acquisition of principal assets and equipment of the Trusts, and the disposition of principal assets and equipment of the Trusts, before presenting to the Company's Executive Committee.
- 5) Report matters or transactions significant to the management of the Trusts to the Company's Board of Directors.
- 6) Approve the appointment of outsourced service providers such as financial advisors, underwriters, and property managers.
- 7) Approve the annual budget according to the budgeting process for property management of the Trusts.
- 8) Approve capital increases, borrowings, and bond issuances according to the fund-raising process for the Trusts.

- 9) Monitor reports on complaint management and disputes arising from the REIT manager unit, and jointly consider remedies if there are significant complaints and disputes.
- 10) Approve other significant transactions related to the management of the Trusts under relevant rules and regulations, such as approving distribution of REIT benefits, etc.

8.1.3 Management

BBLAM has 11 departments that perform duties in supporting work related to being a REIT manager. Their scopes and responsibilities can be summarized as follows:

1) Real Estate and Infrastructure Investment Department

Led by the Head of Real Estate and Infrastructure Investment, who oversees the operations of each unit to comply with established operational policies. It comprises 4 units:

- (1) Infrastructure Fund Unit
- (2) Property Fund Unit
- (3) Technical Asset Inspection Unit
- (4) Real Estate Investment Trust (REIT) Unit, which is the main unit responsible for REIT management.

2) Compliance & Legal Department

Responsible for overseeing operations related to REIT management to ensure compliance with relevant rules, as well as supporting legal affairs.

3) Operation & Trustee Department

Prepare and handle matters related to the REIT's financial statements and calculation of NAV in accordance with accounting standards, laws, and relevant notifications.

4) Risk Management Department

Manage risks, propose risk management policies for consideration and approval by the Risk Management Committee and the Company's Board of Directors. Implement the risk management framework as a basis for risk assessment and communicate it to executives and employees.

5) Internal Audit Department

Audit and assess the adequacy of internal control systems related to various operational aspects of the REIT manager.

6) CEO Office

Prepare and handle matters related to the REIT manager's financial statements.

7) HR Strategy & Service Support Department

Jointly plan, coordinate, and carry out human resource functions to support the REIT manager's operations.

8) Enterprise Information Technology Department

Support information technology systems, as well as troubleshoot computer, software, network, and cyber-attack issues.

9) Business Distribution Department

Support answering inquiries and/or providing information to trust unitholders via the Client Relationship Management system.

10) Fund Management Department

Support liquidity management for the REIT.

11) Product Management Department

Jointly plan and prepare advertising and public relations related to the REIT, such as unitholder meetings and other advertising/PR activities.

Information regarding personnel and individuals responsible for managing the REIT under the REIT manager is outlined below.

Department	Personnel	Main Responsible	Qualifications and Experience
Real Estate & Infrastructure Investment	16	Mr. Pornchalit Ploykrachang	Managing Director 13 years of experience in finance and real estate
Compliance & Legal	5	Mr. Sutee Khantaruangsakul	Deputy Managing Director 31 years of experience in regulatory compliance and law

Department	Personnel	Main Responsible	Qualifications and Experience
Operation & Trustee	30	Mr. Winai Hirunpinyopard	Managing Director 36 years of experience in finance and banking
Risk Management	6	Mr. Peet Yongvanich	Deputy Managing Director 32 years of experience in finance and banking
Internal Audit	2	Ms. Sirima Prapapanich	Deputy Managing Director 31 years of experience in internal auditing
CEO Office	7	Mr. Kunchid Pisuthichinawong	Deputy Managing Director 22 years of experience in finance and banking
HR Strategy & Service Support	17	Ms. Ubolrat Busyakanistha	Deputy Managing Director 39 years of experience in human resource management and banking
Enterprise Information Technology	12	Mr. Chansit Siritanachot	Assistant Managing Director 13 years of experience in IT
Business Distribution	36	Mr. Wasin Wattanaworakijkul	Managing Director 36 years of experience in finance and banking
Fund Management	48	Mr. Santi Thananiran	Deputy Managing Director 29 years of experience in finance and banking
Product Management	19	Ms. Wipharat Setkit	Deputy Managing Director 31 years of experience in finance and banking

Duties and Responsibilities of the REIT Manager

BBLAM, on behalf of the REIT Manager, has the main duties and responsibilities in supervising and managing the REIT including asset investment of the REIT and controlling the performance of duties of the Property Manager. The REIT Manager shall have the duty to perform the tasks assigned by the Trustee, and as stipulated in the Trust Deed for interest of the unitholders, including but not limited to the following duties:

1.) General Duties

- (1) The REIT Manager shall have the scope of power and duties as specified in the Trust Deed and REIT Manager Appointment Contract or as stipulated by the related laws and notifications. Such scope of power and duties shall be related to managing the REIT including asset investment of the REIT.
- (2) The REIT Manager shall have duty assigned by the Trustee in various matters as specified in the Trust Deed which also includes:
 - (a) Manage the REIT in relation to business operation, including investment, borrowing and incurring of encumbrances to the assets of the REIT, entering into contract agreement and any other operations for the REIT within the scope, rules and conditions stipulated in the Trust Deed and REIT Manager Appointment Contract.
 - (b) Prepare and disclose information of the REIT which also includes information under Section 56 and Section 57 of The Securities and Exchange Act and other information stipulated in the Trust Deed and REIT Manager Appointment Contract.
 - (c) Prepare and keep the information and documentations in relation to management, internal control and disclosure of information of the REIT upon reasonable cause and without effect on the operations of the REIT Manager. In the event where the Trustee wishes to audit any matter, the REIT Manager shall fully cooperate and submit the required information and documentary evidence to the Trustee, including inspecting real estate location as per requested by the Trustee for the Trustee's verification to ensure that the REIT Manager completely follows related laws or the terms and conditions stipulated in the Trust Deed and protects the benefits of the unitholders.
 - (d) Prepare and submit information and documents, including certifying correctness of such information and documents that are related to the revenue structuring of the REIT, procedures for leasing, procurement and collection of revenues and expenses that can be collected from the REIT, agreements in which the REIT Manager entered on behalf of the REIT with a company or other persons. In addition, the REIT Manager and The Trustee must coordinate and settle an agreement on the characteristics of information and documentary evidence required for entering into transaction including reports, frequency and duration which the REIT Manager needs for submitting such information and documents to the Trustee for the benefits of regulating and auditing the operations of the REIT.
 - (e) In the event where the REIT Manager wishes to delegate other persons to perform its

duties, the REIT Manager shall be responsible for selecting such person with prudence, including monitoring, controlling, supervising and auditing the performance of duties of such person. Such delegation must not cause any material conflict or contradiction with Notification Sor.Chor. 29/2555 nor any other related laws and notifications.

- (f) Providing insurance approved by the Trustee to insure any potential liabilities possibly occurring from the business operation or duty performance of the REIT Manager, including the duty performance of directors, executives and employees of the REIT Manager throughout the approved period of being the REIT Manager. This, however, excludes liabilities to the third party resulting from intentional violation against such third party by the REIT Manager, director, executive and staff of the REIT Manager or severe intentional negligence which results in violation of the third party. Furthermore, the insurance limit shall be as mutually deemed sufficient and appropriate by the Trustee and the REIT Manager.
- (g) In respect to entering into any transactions in relation to the properties of the REIT, the REIT Manager must ensure that the disposal and transfer of such properties or the entering into an agreement related to such properties for the REIT is proper and legally effective, and to ensure that the investment in such properties of the REIT has been carried out in appropriate manner by at least conducting self-evaluation in terms of readiness for management of such properties investment before accepting the position of the REIT Manager or before conducting additional investment in such properties as the case may be, including conducting analysis and feasibility study, and due diligence on such properties and assessment of other potential risks from the investment and setting up risk management guideline. The said risks shall also include risk relating to development or construction of real estate (if any), such as potential risk from delay construction and inability to procure benefits from the real estate, etc. The REIT Manager shall take any actions to acquire the assets or real estate additionally invested by the REIT in the event of capital increase for additional real estate investment within 60 (sixty) days from the date of completion of REIT establishment in the case of initial offering for sale of trust units and no establishment of the REIT or from the closing date of offering for sale of trust units for capital increase following the establishment of the REIT.
- (h) Organize the unitholders' meeting as stipulated in the Trust Deed and may be authorized as a proxy of the unitholders to exercise voting right in the said meeting on the agenda items in which the REIT Manager has no conflict of interest. In the event of agenda items in which the REIT Manager has a conflict of interest, the Trustee may be authorized as the

proxy by the unitholders in lieu of the REIT Manager.

In respect to the performance of duties of the REIT Manager as per this Trust Deed and REIT Manager Appointment Contract, the REIT Manager shall have a duty to operate with prudence to prevent any conflict of interest between the REIT and the REIT Manager. The REIT Manager must not have any interests that may be conflicting with the best interest of the REIT. In the event where conflict of interest occurs, the REIT Manager must demonstrate the available measures or mechanism for ensuring that the management of the REIT is carried out in fair manner without taking advantage of the REIT and must be in compliance with Notification Sor.Chor. 29/2555 and Notification Gor.Ror. 14/2555.

2.) Management Duties for the REIT and the REIT Assets

- (1) For appropriate and efficient supervision and management of the REIT as assigned by the Trustee in accordance with related laws and notifications, the Trust Deed, and the REIT Manager Appointment Contract, and maintenance of benefits of the REIT and the overall unitholders, the REIT Manager shall set up quality work system under efficient check and balance on duty performance, and ability to completely support the responsible tasks, at least covering the following matters.
 - (a) Formulation of policies on the REIT management, structuring of the REIT's capital, real estate investment decision, investment selection consideration, determination of policy and strategy of procurement of benefits from real estate so that the assigned investment management prudently and carefully takes place in consistency with the policy of investment under the Trust Deed, and as stipulated in the related laws and notifications for maintaining the interest of the REIT and the overall unitholders.
 - (b) Administration and management of risks relating to supervision and management of the REIT as assigned for efficient risk prevention and management, compliance with the Trust Deed, and related laws and notifications and maintenance of benefits of the REIT and the overall unitholders.
 - (c) Management of conflict of related interest particularly between the REIT and the REIT Manager and the related party of the REIT Manager, including operating measure or guideline for maintenance of best interest of the REIT or the overall unitholders upon occurrence of conflict of interest.

- (d) Selection of the REIT Manager's personnel and the delegated person in task in relation to the operation of the REIT (if any) to have the person with knowledge, competence, and qualification which are suitable for performing tasks, as stipulated by the related laws, notifications, Trust Deed and The REIT Manager Appointment Contract.
- (e) Governing the duty performance of the manager and the personnel of the REIT Manager, and monitoring and supervising the delegated person in task in relation to the management of the REIT to ensure the compliance as stipulated in the Trust Deed, The REIT Manager Appointment Contract, the related laws and notifications
- (f) Complete, proper and adequate disclosure of information as stipulated in the Trust Deed, The REIT Manager Appointment Contract, related laws and notifications
- (g) Back Office Operation
- (h) Internal audit and control
- (i) Investor communication and settlement of the investor complaint
- (j) Settlement of legal dispute

The REIT Manager may delegate other person to perform the matter in relation to business operation as the REIT Manager, under the rule prescribed in Clause 2 below.

- (2) In setting up all of the aforesaid work systems, the REIT Manager may delegate other person to execute the matters relating to business operation as the REIT Manager as necessary to promote more flexible and efficient business operation, as per the following rules.
 - (a) The delegation shall not be in the manner that may affect efficiency of performance of duties of the REIT Manager.
 - (b) The supporting measure shall be available for continuous business operation in the event of failure to further execution by the delegated executor.
 - (c) In the event where delegation of tasks relating to other asset investment of the REIT, the person that can legally execute shall be delegated.

The delegation of other person to be the delegated executor above shall not be the delegation of the systems and tasks under Clause (1) (a) (b) (c) (d) and (i).

- (3) The REIT Manager shall administer and manage the REIT in accordance with the requirement of the Trust Deed, The REIT Manager Appointment Contract, and the

underwriting of trust units proposition particulars regarding the offer for sale of trust units and prospectus, and maintain the interest of the unitholders.

Nevertheless, if the Trustee on behalf of the Trustee of the REIT enters into any agreement with the third party (such as loan agreement entered between the Trustee on behalf of the REIT's Trustee, and the lender, etc.). Such agreement prescribes that the Trustee on behalf of the REIT's Trustee shall be responsible for compliance with such agreement that may affect the operation of the REIT management of the REIT Manager. The Trustee shall notify terms and conditions of the agreement of which the REIT is bounded with the third party and may affect the operation of the REIT management of the REIT Manager for acknowledgement of the REIT Manager. After the REIT Manager has received such written notice from the Trustee, the REIT Manager shall observe the said terms and conditions as prescribed in the said written notice to avoid the breach of the REIT against any agreement entered by the REIT.

- (4) The REIT Manager shall select and conduct Due Diligence of properties which will be invested by the REIT with prudence and diligence. The information including documents, evidence in relation to selection, verification, and decision either on investment or not investment in any asset, shall be recorded and filed for the REIT. The selection and Due Diligence of the properties which will be invested by the REIT under this clause of the Trust Deed, the REIT Manager shall comply with the practical guideline of Real Estate Investment Trust Management in the Notification of the SEC and/or Office of the SEC under observance and compliance as minimum standard in perform of duties of the REIT Manager, and as prescribed in the Trust Deed and the REIT Manager Appointment Contract.
- (5) The REIT Manager shall execute to ensure professional management in finance and economic value of the REIT's assets for interest of the unitholders, for instance:
 - (a) Formulate strategy and policy of investment and risk management to be efficient and consistent with obligation prescribed in the Trust Deed, the underwriting of trust units proposition particulars regarding the offer for sale of trust units and prospectus.
 - (b) Supervise and manage the REIT in part of business operation, including investment, borrowing, and incurring of encumbrances to the assets of the REIT, entering into the contract agreement and any other operations for the REIT within the scope, rules and

conditions as specified in the Trust Deed, the underwriting of trust units proposition particulars regarding the offer for sale of trust units and prospectus.

- (c) Invest in real estate which is consistent with objective of the REIT investment and in accordance with the Trust Deed, the underwriting of trust units proposition particulars regarding the offer for sale of trust units and prospectus, rules stipulated in Notification ThorJor.49/2555 as well as any other related notifications and orders as stipulated in the Notification of the SEC or the Office of the SEC.
- (d) Manage cash flow of the REIT.
- (e) Consider distribution payment of the REIT.
- (f) Provide insurance throughout the investment of the REIT in core assets to cover the contingent damage of the REIT's core assets. Such insurance must, at minimum, covers the insurance against loss that may occur to the properties, business interruption insurance, and third party insurance for the liabilities of third parties that may be damaged from the core assets or the operations on core assets in the insurance limit deemed sufficient and appropriate by the Trustee. The insurance must specify the REIT to be the beneficiary in such insurance (unless the event of third party insurance). In the event that the REIT invests to acquire leasehold right over real estate in the nature of sub-leasehold right, the REIT Manager shall execute to ensure the appropriate insurance limit of the assets invested by the REIT. If the REIT is not the beneficiary and the insured of such insurance due to any reason, such as entry to be the beneficiary and the insured of such insurance is in conflict with the requirement under main lease contract, the REIT Manager shall execute to ensure appropriate and adequate measure or mechanism in using indemnity to create assets which are newly invested by the REIT to further seek for benefits and/or compensate the REIT for loss of interest in possession of assets invested by the REIT.
- (g) Control the tenants to comply with the lease contract and service contract.
- (h) Control to ensure compliance with the related laws and notifications applicable with properties invested by the REIT, and supervise and execute to ensure that properties invested by the REIT are not used to operate the immoral or illegal business, as well as not allow the person with reasonable suspicion in using the said properties to use

in immoral or illegal business operation, to lease the properties. In each lease, the REIT Manager shall be responsible for making agreement so that the REIT can cancel the lease contract if it appears that the tenant uses properties in such business operation.

- (i) Manage and administer the space for service and leasable space, such as control the use of space service in high and suitable occupancy rate in accordance with market situation, and supervision of leasing for continuous renewal of the lease contract, or low space vacancy rate; negotiate with the tenant about the lease contract, review rental rate, cancel or renew lease contract for long-term lease, etc. to be in line with the requirement in loan agreement of which the REIT is the contractual party (if any), without depriving of the right of the Trustee to claim for occurred damage with the Trustee if it appears that the REIT Manager enters into such lease contract in the manner of breach of the requirement in loan agreement of which the REIT is the contractual party.
 - (j) Evaluate the past leasing and service to determine the condition of leasing and service, prepare the appropriate lease contract and service contract, evaluate accuracy and collection of revenue, rental fee, expense for recording allowance for doubtful accounts or writing off bad debt or recording bad debt recovery (in the event where money can be collected after writing off bad debt).
 - (k) Establish security system of the building and structure invested by the REIT such as fire alarm system, communication system, and emergency response plan.
 - (l) Formulate policy and action plan on administration, maintenance and renovation of the building and structure invested by the REIT.
- (6) The REIT Manager shall audit to ensure that the REIT has proper ownership and/or right in properties invested by the REIT, and the contract agreements entered by the REIT as the contractual party is legally prepared, and conditional or applicable in accordance with the conditions stipulated in such contract agreements.
- (7) The REIT Manager shall establish filing system of all documentary evidence relating to the operation of the REIT and the company invested by the REIT, including but not limited to meeting invitation notice of the unitholders' meeting, the underwriting of trust units

proposition particulars regarding the offer for sale of trust units, prospectus, Form 56-1 of the REIT, financial statements and documentation of bookkeeping of the account of the REIT and the company invested by the REIT, and compliance with the related laws and notifications applicable with the REIT and invested assets. Such information and documents shall be properly and completely stored and verifiable within at least 5 (five) years from the date of which such documents or information are prepared.

- (8) The REIT Manager shall properly and completely prepare and disseminate financial statements, annual report, and any other information in relation to the REIT. The dissemination shall be performed within the period specified in the Trust Deed, The REIT Manager Appointment Contract, the underwriting of trust units proposition particulars regarding the offer for sale of trust units, prospectus, including the related laws and notifications.

Nevertheless, the REIT Manager including directors and executives of the REIT Manager and the Property Manager with duty in connection with preparation and disclosure of the REIT-related information, shall be mutually responsible on the content of the information announced or disseminated to the unitholders and general investors. Audit system shall be established in order to ensure that the audited information disclosed in the underwriting of trust units proposition particulars regarding the offer for sale of trust units, prospectus, meeting invitation notice of the unitholders' meeting, advertising document, printed matter proclamation, or any other disseminated documents are accurate, complete, up-to-date, not lack of information that should be notified for acknowledgement, or have no statement that may cause misinterpretation on the operation or financial position of the REIT, and provide adequate information for investment decision, in accordance with the Trust Deed, and the related laws and notifications.

- (9) The REIT Manager shall supervise to ensure that the unitholders acquire proper and adequate information prior to exercise their voting rights in approving matters and acquire such information in advance in the period specified in the Trust Deed, the underwriting of trust units proposition particulars regarding the offer for sale of trust units, prospectus, including the related laws and notifications.
- (10) The REIT Manager shall control and supervise to ensure compliance of the REIT with the

related laws and notifications, or practical guideline issued by government agencies or other regulating organizations relating to the operation of the REIT.

- (11) The REIT Manager will pay no less than 90% (ninety percent) of the adjusted net profit for each fiscal year as benefits to the trust unitholders within 90 (ninety) days from the last day of the fiscal year or the accounting period for which the distribution is made, as the case may be. The distributions will be paid no less than twice per year. The benefits payable to the trust unitholders consists of the year-end distribution and the interim distribution (if any). The adjusted net profit refers to the net profit deducted by the following reserved amounts:

- (a) For repair, maintenance or improvement of the REIT's assets as clearly set forth in the filing, prospectus, annual filing, annual report, or as informed by the REIT Manager to the trust unitholders in advance.
- (b) For repayment of loans or obligations under the REIT's borrowings as specified in the filing, prospectus, annual filing, annual report, or as informed by the REIT Manager to the trust unitholders in advance.
- (c) For distribution to holders of trust units with the right to receive distributions or capital return in priority (if any).

Additional conditions:

- In considering the distribution to trust unitholders, the REIT Manager must consider the necessity to maintain appropriate cash reserves for the REIT, following the guidelines set by the SEC.
 - The REIT Manager must not borrow money to pay distributions to unitholders.
 - If the REIT is unable to make distributions, the REIT Manager and Trustee must explain the necessity to the SEC per its guidelines and disclose it to unitholders at the annual general meeting.
- (12) In the event where the Trust Deed prescribes that the REIT Manager can disburse assets of the REIT. Such disbursement can be performed particularly in the event of disbursement from daily operation account and Petty cash account under financial limit approved by the Trustee in requisition of expense from the REIT. The REIT Manager is the authorized person of the Trustee to sign on behalf of the Trustee under approval of the Trustee. The REIT Manager shall prepare and submit disbursement report to the Trustee so that the Trustee can audit such transactions within the period deemed appropriate by the Trustee, and

submit Invoice, Receipt, and/or evidence indicating details of the list of such expenses to the Trustee. The Trustee that performs on behalf of the REIT shall verify, consider and make payment into daily operation within 7 (seven) days from the date of which the Trustee has completely received such documentary evidence.

The REIT Manager is responsible for storing documentary evidence in relation to the management of the REIT, including affirmative documentation of petty cash payment, and original of receipts for expenses for at least 5 (five) years period from the date of which such documents are prepared to be in valid and complete condition to be ready for audit of the Trustee.

The REIT Manager and the Trustee may mutually consider extending or reducing the financial limit of daily operating account and petty cash account above, by considering the suitability of the REIT's operation for best interest of the REIT.

- (13) The REIT Manager shall prepare, and/or submit and certify the accuracy of the information relating to the management of the REIT under responsibility of the REIT Manager in accordance with The REIT Manager Appointment Contract, the Trust Deed and the related laws and notifications, or as deemed appropriate by the Trustee, including but not limited to just information relating to calculation of Net Asset Value (NAV), and reporting of real estate appraisal, to the Trustee and/or the Office of the SEC.
- (14) In the event where the loss of the REIT's assets, the REIT Manager shall be responsible for taking any action to monitor and take back the said asset to be under possession of the REIT as before.
- (15) The REIT Manager shall be responsible for examining and taking any action as appropriate to make the borrowing proportion of the REIT to be in line with the condition of the loan agreement and consistent with rules in the Notification ThorJor.49/2555 or related laws and notifications.
- (16) The REIT Manager shall prepare the borrowing plan for the REIT as follows.
 - (a) Prepare a long-term borrowing plan for repayment of the existing loan (refinancing) before the maturity of loan liability under the effective long-term loan agreement at least 1 (one) year.

- (b) Prepare a short-term working capital credit line review plan for working capital used in business operations in the money market for comparison with the condition of the existing effective loan agreement of short-term working capital credit line.

The REIT Manager shall propose the matter of the borrowing to the Trustee for approval consideration on case-by-case basis in accordance with the Trust Deed.

- (17) The REIT Manager shall be responsible for remarking the opinion to the related official about attributes or characteristics of real estate invested by the REIT upon request of the related agencies.
- (18) The REIT Manager shall change, restore, and modify core assets as necessary and appropriate in the extent that is not in conflict or contradiction with the Trust Deed, the related laws and regulations, and Benefits Procurement Contract of the REIT, under advance notice to the Trustee.
- (19) The REIT Manager shall control and supervise the management of core assets, and procurement of benefits from core assets, as well as management in the event of an emergency occurrence, and refurbishment of properties as necessary. The REIT Manager shall notify the Trustee for advance notice in the event of major refurbishment.
- (20) The REIT Manager shall be responsible for managing and procuring benefits from other assets of the REIT apart from core assets, and taking any other necessary actions so that the management of other assets of the REIT apart from core assets is in line with the annual operating plan, the Trust Deed, The REIT Manager Appointment Contract, and related laws and notifications.
- (21) The REIT Manager shall be responsible for jointly taking any actions together with the Trustee to ensure the Trustee's acquisition of license, permit, indulgence letter, and/or any other related and necessary documents in procurement of benefits from core assets.
- (22) The REIT Manager shall be responsible for facilitating the Trustee or the person assigned by the Trustee to examine core assets within working days and working hours of the REIT Manager, and providing information, statement, and/or submitting any documents relating to the management of the REIT upon request of the Trustee in case of necessity and appropriateness.
- (23) The REIT Manager shall be responsible for facilitating the asset valuation company to

appraise the assets of the REIT or the person assigned by the said asset valuation company in surveying core assets for appraisal, and providing information, statement and/or submitting any documents relating to the management of the REIT upon request of the asset valuation company in case of necessity and appropriateness.

- (24) The REIT Manager shall be responsible for preparing any documentary evidence under possession of the REIT Manager in relation or connection with core assets, and/or under possession on behalf of the REIT, including accounting documentary evidence in relation or connection with the REIT so that the Trustee or the person assigned by the Trustee and/or the auditor can audit within working days and working hours of the REIT Manager. Upon request of the Trustee or the person assigned by the Trustee and/or auditor, the REIT Manager shall submit all of any documents in relation or connection with the REIT upon request of the Trustee and/or the auditor (as the case may be) within 15 (fifteen) working days from the date of which the said request has been acknowledged or should be acknowledged, unless reasonable ground or otherwise agreed by the contractual parties.
- (25) The REIT Manager shall be responsible for notifying the Trustee for acknowledgement within reasonable period on defect of core assets, including equipment and facilities or upon occurrence of any circumstances that cause significant reduction of value of core assets.
- (26) The REIT Manager shall be responsible for taking any other actions as the REIT considers and deems necessary and appropriate to make core assets to be in good and available condition for procurement of benefits, or in accordance with the intention of The REIT Manager Appointment Contract in all respects, and providing advices on market situation in the event where the REIT wishes to dispose or transfer leasehold right in core assets.
- (27) Apart from delegating the Property Manager to execute tasks under responsibility of the REIT Manager, in the event where the REIT Manager wishes to delegate other person to execute tasks under its responsibility apart from the Property Manager, such as delegating other person to manage other assets besides core assets of the REIT, the REIT Manager shall select the delegated executor with prudence and diligence, as well as govern and audit the execution of the delegated executor. The requirement of such delegation must not cause any material conflict with Notification Sor.Chor. 29/2555 nor any other related notifications as prescribed by the SEC or the Office of the SEC.

3.) Duty of Contracting in Procurement of Benefits in Properties of the REIT

- 1 The benefits from core assets which are properties shall be procured by leasing and/or sub-leasing of the properties only. Total value of the properties shall not be less than 75 (seventy-five) of total value of trust units offered for sale, including loan amount (if any).
- 2 The REIT Manager shall be responsible for controlling, supervising and establishing measure of control, supervision, and taking any necessary and appropriate actions on behalf of the REIT Manager to ensure compliance of the tenants, sub-tenants (if any), and/or third parties relating to the management of core assets, with duties, conditions and/or agreements prescribed in the lease contract, sub-lease contract (if any), and/or contract relating to core assets, including rules, criteria, regulations or any other requirements of core assets, or policy relating to core assets.
- 3 The REIT Manager shall be responsible for preparing the lease contract of space, service contract, outsourcing contract for the external service provider, and any other contracts relating to core assets (if any).

4.) Delegating the Property Manager for Operation in Tasks under Responsibility of the REIT Manager

In the event where the REIT Manager wishes to delegate the Property Manager to operate tasks under responsibility of the REIT Manager, the REIT Manager shall be responsible for selecting the Property Manager with prudence and diligence in order to acquire the Property Manager that has keen qualification, knowledge, competence, and experience in property management of the REIT, prepare the Property Manager Appointment Contract in consistency and not in conflict with the Trust Deed, and control, supervise, govern and audit the performance of duties of the said Property Manager so that the performance of duties and responsibilities are in accordance with what are stipulated in this Trust Deed, The Property Manager Appointment Contract, as well as the related laws and notifications in order to maintain the best interest of the unitholders. The following operation shall be at least carried out.

1 Selection of the Property Manager

In respect to the delegation or appointment of the Property Manager to manage properties invested by the REIT, such as daily supervision in sales, marketing, and management on such real estate, the REIT Manager shall carry out at least the following matters.

- (1) Evaluate and analyse the past experience, reputation and achievement of the Property Manager in various matters such as capability to seek for tenants, debt collection,

maintenance of interior assets, administration system of the leasable space, service care for tenants and service users, internal control for prevention of revenue leakage, and circumspect control of expense requisition, etc. Furthermore, the internal control system of the Property Manager shall be in line with the minimum requirement under the practical guidelines of Real Estate Investment Trust Management stipulated by the Notifications of the SEC and/or the Office of the SEC.

- (2) Consider the sustainability of the rate of remuneration for the Property Manager that must be determined based on capability level in duty performance, in order to create an incentive for the Property Manager to attempt to enhance revenues and reduce expenses of the REIT.
- (3) Set up a mechanism to allow the alteration of the Property Manager by the REIT in the event of the Property Manager's breach of conditions, the Trust Deed, The Property Manager Contract, or the related laws and notifications, or unsatisfactory management result.
- (4) Establish a system for regular monitoring, auditing, and assessing the internal control system of the Property Manager to ensure an effectiveness of the existing internal control system, ability to prevent corruption, and easily detect corruption or non-compliance with an internal control system, such as determining the auditor of the Property Manager to assess internal control system of the Property Manager during auditing, and report weakness or fault of the internal control system for acknowledgement of the REIT Manager, etc.

Nevertheless, the REIT Manager may consider prescribing in The Property Manager Appointment Contract that the Property Manager shall be responsible for damage occurred with the REIT's benefits as the result of negligence of the Property Manager in control system, resulting in easy occurrence of corruption.

- (5) In the event where the REIT Manager detects that the Property Manager fails to perform the duties as prescribed in The Property Manager Appointment Contract or performs any act or omits to perform any act, resulting in lack of credibility in performance of duties in accordance with The Property Manager Appointment Contract, the REIT Manager shall cancel The Property Manager Appointment Contract of the said Property Manager so that

the REIT Manager can enter to operate in replacement, or select the new Property Manager to replace the existing one.

Furthermore, in the event where the REIT Manager allows the real estate of the REIT to be leased by single tenant whereas the REIT gains distribution in whole or in part in form of profit sharing, the REIT Manager shall establish selecting, monitoring and auditing system on the duty performance of this single tenant in same manner as delegation or appointment of the Property Manager above in order to ensure that this single tenant can completely pay rental fee to the REIT in accordance with the conditions of the lease contract and non-leakage of revenue, possibly resulting in not gaining full distribution by the REIT as assumed by the REIT.

- (6) In the event where the Trustee detects that the Property Manager fails to perform duties as stipulated in The Property Manager Appointment Contract or perform any acts or omits to perform any acts that cause lack of credibility in performance of duties in accordance with the Property Manager Appointment Contract, the Trustee may notify the REIT Manager for acknowledgement by writing regarding to the said circumstance so that the REIT Manager can cancel The Property Manager Appointment Contract of the said Property Manager, and can enter to operate in replacement or select the new Property Manager in replacement of the existing one.

2 Supervision of Duty Performance of the Property Manager

The REIT Manager shall be responsible for supervising the management and duty performance of the Property Manager to maintain best interest of the unitholders and general investors. The REIT Manager shall be particularly responsible for controlling and managing revenues and expenses of the REIT so that the REIT's distribution is in accordance with the setting target. The measure of supervision and duty performance of the Property Manager is as follows.

- (1) The REIT Manager shall participate in preparing or considering the approval of the annual budget preparation plan of the Property Manager to show details of revenues and expenses that quite certainly occur in each month to avoid undesirable expenses, set target of monthly and yearly revenue generation, and monitoring, controlling and supervising to ensure revenues and expenses of the REIT in line with setting annual budget plan approved by the Trustee.

- (2) The REIT Manager shall consider or review business strategy planning, marketing and underwriting promotion plan, and operating plan in various areas of the property Manager so that the REIT can increase revenue generation, mitigate risk from fluctuation of rental revenue for the REIT, and coordinate, monitor and control the Property Manager to operate in various areas in accordance with the determined strategy and work plan.
- (3) The REIT Manager shall consider or review the selection guideline of the major tenants and service providers and plan the apportionment on type of business of the tenants of assets invested by the REIT. The said guideline and plan are prepared by the Property Manager to restrict and control risk or fluctuation of rental revenue in each year.
- (4) The REIT Manager shall consider and review the formulation of rental fee policy of the Property Manager for suitable rate of rental fee based on leasing and service market situation at that time, govern and monitor the Property Manager to operate in accordance with the said policy, and govern and monitor the Property Manager to operate in accordance with the agreement made with the tenants on calculation and payment of rental fee.
- (5) The REIT Manager shall enter to audit control system of maintenance or refurbishment expense of equipment or building invested by the REIT in order to assess the suitability of refurbishment or replacement in order to ensure that such expense is not wasteful and causes true benefit to the REIT.
- (6) The REIT Manager shall access the suitability of the control system in relation to procurement of the Property Manager so that the REIT can receive goods or services which are worthwhile. Excessive expenses shall not be collected from the REIT and shall be in accordance with the framework stipulated in the Trust Deed, the related laws and notifications, and commitments additionally provided in documents which are disclosed for benefit of offering for sale of trust units to the investors, and resolution of the unitholders.
- (7) The REIT Manager shall assess, monitor, and control the revenue collection of the Property Manager for the completed receipt of rental revenue by the REIT.
- (8) The REIT Manager shall determine that the Property Manager shall be responsible for monitoring, controlling, and supervising the tenants and the service users to completely

and properly pay taxes required by law, and governing and monitoring the Property Manager to perform such duties.

- (9) The REIT Manager shall analyse irregularity of the management of the Property Manager, and randomly audit the operation of the Property Manager without advance notification.
- (10) The REIT Manager shall regularly select, monitor, audit and assess internal control system of the Property Manager. Moreover, the REIT Manager shall establish monitoring and controlling system and randomly audit to ensure the compliance of the Property Manager at least with the following rules.
 - (a) Completely and properly collect revenue and deliver to the REIT.
 - (b) Omit to collect expenses from the REIT more than necessity and within the framework determined by this Trust Deed to be collectible.
 - (c) Adequately and properly supervise, refurbish, and maintain assets of the REIT so that benefits can be continuously procured in long run.
 - (d) Prepare an emergency plan to support emergency or circumstance which is unpredictable or may seriously affect the operation of the REIT or the Property Manager; and Act in accordance with a measure for the prevention of conflict of interest that may occur between the Property Manager and the REIT.

8.1.4 Fees of the REIT Manager

Throughout the term of the REIT Manager Appointment Agreement, the REIT Manager shall receive fees for

Fees and Expenses Charged to the REIT	Ceiling % of NAV	Expected Rate to be Charged (Excluding VAT)
Part 1 REIT Management Fee	Not exceeding 1.00%	Not exceeding 0.50% of TAV but not less than 8 million baht per year
Part 2 Property Management Fee	See detail of fees of the Property Manager	
Part 3 Acquisition or disposition fee	Not exceeding 5.00%	not exceeding 1.00% of the value of the Core Assets acquired or disposed

8.1.5 Conditions for Changing the REIT Manager

Changing or Removing the REIT Manager

The REIT manager can be changed or removed only in the following cases:

(1) The REIT manager resigns according to the rules and procedures specified in the Trust Deed.

(2) The REIT manager is removed from duty by the Trustee due to any of the following circumstances:

(a) It appears that the REIT manager has not managed the REIT properly and completely as specified in this agreement, the REIT Manager Appointment Agreement, as well as other relevant laws and notifications. The Trustee views that such failure has caused serious damage to the REIT and/or unitholders, and such damage cannot be remedied within the period specified in the REIT Manager Appointment Agreement.

(b) In case the REIT manager violates any provision of the REIT Manager Appointment Agreement, and the Trustee views that such violation has caused or may cause serious damage to the REIT and/or unitholders which cannot be remedied within a reasonable period determined by the Trustee, the Trustee may terminate the agreement by giving written notice to the REIT manager no less than 30 (thirty) days in advance.

(c) The Trustee finds that the REIT manager does not meet the criteria in Chapter 1 or violates or fails to comply with the criteria in Chapter 2 of the Notification No. SorRor. 29/2555 (2012), and fails to comply with the SEC's orders or complies but cannot rectify within the period specified by the SEC.

(d) It appears that the SEC's approval for the REIT manager has expired and the REIT manager does not obtain approval renewal from the SEC according to the Notification No. SorRor. 29/2555 (2012).

(e) There is a change in relevant laws that causes the Trustee to view that the REIT manager is unable to perform its material duties under this agreement and the REIT Manager Appointment Agreement.

(f) The SEC orders to revoke the approval for the REIT manager or suspend the REIT manager's duties for more than 90 (ninety) days according to the Notification No. SorRor. 29/2555 (2012).

(g) The REIT manager is dissolved, under liquidation, bankruptcy, or business rehabilitation order.

(h) In case the approval for the REIT manager has expired and the REIT manager does not submit a renewal application to the SEC.

(i) The REIT manager violates or fails to perform duties, or does not meet the criteria specified in relevant laws and notifications as stated in the REIT Manager Appointment Agreement, and fails to comply with SEC orders or complies but cannot rectify within the specified period, and the Trustee has issued a termination notice to the REIT manager.

In the event that the REIT has entered into an agreement or undertaking with any person, such as a loan agreement, and such agreement or undertaking stipulates any condition for changing the REIT manager, the change of REIT manager must also comply with the conditions specified in that agreement or undertaking.

8.1.6 Process for Changing the REIT Manager

In appointing a new REIT manager, the Trustee shall convene a unitholders' meeting for the unitholders to vote on appointing a new REIT manager. The Trustee shall appoint the new REIT manager approved by the unitholders' resolution to perform duties as the REIT manager within 60 (sixty) days from the date the event causing the change of REIT manager occurs. The appointment of the person approved by the unitholders shall be made within 30 (thirty) days from the date of the resolution, or within other periods as announced by the SEC. In case the event causing the change of REIT manager occurs and the unitholders' meeting has already resolved to appoint a new REIT manager at the same meeting, the Trustee does not have to convene another unitholders' meeting as prescribed in this clause.

8.1.7 REITs and/or Property Funds Under Management

At the end of 2023, BBLAM has the Future Park Leasehold Property Fund under management. This property fund invests in partial leasehold rights of the retail space in the Future Park Rangsit project. The lease period is from November 24, 2006, to December 31, 2041. Investors can find more information at: <http://futurepf-th.listedcompany.com>

8.2 The Property Manager

8.2.1 General Information

Name	True Properties Company Limited
Company Registration Date	July 2, 1992
Paid-Up Capital	7,059,000,000 Baht
Type of Business	Engage in the business of space leasing of office buildings in Bangkok and office buildings in the region, as well as providing interior services and furniture leasing.

Shareholders	As of December 31, 2023, the list of shareholders is as follows:		
	Shareholder Name	Shares	Shareholding
	1. Thana Telecom Co., Ltd.	40,079,998	56.78%
	2. CP Property Holding Co., Ltd.	30,510,001	43.22%
	3. Mr. Voravit Chanethanakul	1	0.00%
Corporate Headquarters Address	True Tower 1, No. 18, Ratchadapisek Road, Huai Khwang, Huai Khwang, Bangkok		
Phone Number	02-858-1188		
Fax Number	02-858-1480		
The Board of Directors	1. Mr. Suphachai Chearavanont		
	2. Mr. Kachorn Chiaravanont		
	3. Mr. Natwut Amornvivat		
	4. Ms. Narumol Tanedsounthron		
	5. Mr. Chartiwudh Tanchanpong		
	6. Mr. Ruengkiarti Choavaratana		
	7. Mr. Somkiat Vipusanamungkla		
	8. Mr. Prasert Chiarakul		
	9. Ms. Netima Urthamapimuk		
	10. Mr. Thanasorn Jaidee		
Authorized Directors to Sign on Behalf of True Properties	The signatory authorized directors of True Properties consisting of Mr.Suphachai Chearavanont, or Mr.Kachorn Chiaravanont, or Mr.Natwut Amornvivat, or Ms.Narumol Tanedsounthron, or Mr.Chartiwudh Tanchanpong, or Mr.Ruengkiarti Choavaratana, or Mr.Somkiat Vipusanamungkla, or Mr.Prasert Chiarakul, or Ms.Netima Urthamapimuk, or Mr.Thanasorn Jaidee, shall counter sign in total of two directors, and affix the company's seal.		

8.2.2 Duties and Responsibilities of the Property Manager

8.2.2.1. Duty of Property Management

1.1 Procure benefits from assets invested by the REIT in accordance with the policy of the REIT Manager for the best interest of the REIT

1.2 Refurbish, renovate, and maintain assets invested by the REIT to be in good and available condition in procurement of benefits, and audit the compliance with the related laws

1.3 In respect to preparation of accounting and report, management documents, and internal audit, account and reports shall be prepared as appropriate, and any documentary evidence relating to Gross Operating Revenue of the REIT and Operating Expenses to be submitted to the REIT

1.4 In respect to marketing operation, the necessary advertising plan for the REIT shall be established in accordance with what is stipulated in the approved annual operating plan

8.2.2.2 Duty of Information Disclosure

Information relating to management and benefits procurement of assets invested by the REIT shall be disclosed to the REIT and the Trustee in accordance with rules and procedures prescribed by the REIT Manager.

8.2.2.3. Duty of Compliance with Rules Relating to Transaction with the Related Party of the REIT

The rule of the REIT management in the matter of transactions with the related party of the REIT shall be complied whereas the Property Manager shall perform duties under concern on the best benefits of the REIT and the unitholders.

8.2.2.4. Duty of Cooperation with the REIT Manager and the Trustee

The cooperation shall be given to the REIT Manager or the Trustee in compliance with a supervision system for the Property Manager. Upon a property inspection by the REIT Manager or the Trustee, the Property Manager shall prepare to provide information, statement, and/or submit any documents as requested by the REIT Manager or the Trustee in case of necessity and appropriateness.

8.2.2.5. Duty of Prevention of conflict of interest

The Property Manager shall have duty to establish, comply with and update the measure for prevention of conflict of interest and maintenance of best interest of the unitholders, and disclose potential conflict of interest that is proper, complete, and consistent to fact for acknowledgement of the REIT Manager and the Trustee. In addition, the Property Manager shall not take any actions that conflict with interest of the REIT as per details stipulated in The Property Manager Appointment Contract.

8.2.2.6. Delegating Other Person for Performance of Duties and Supervision (Outsourcing)

The Property Manager may delegate other person to perform some part of duties of the Property Manager to the extent that it is not in conflict with the laws, regulations, rules, or any notifications applicable with the REIT, the Property Manager, the REIT Manager, and the Trustee, and in accordance with rules stipulated in the policy in relation to delegation of work and outsourcing.

8.2.2.7. Work System Relating to Performance of Duties of the Property Manager

The Property Manager shall have duty to comply with, improve and disclose information relating to work systems in relation to performance of duties for efficient performance of duties, and for best benefits of the REIT and the overall unitholders.

8.3 Fee of the Property Manager

The Property Manager will receive fees for performing their duties as real estate managers. The fees are divided into 3 parts as follows:

Fees and Expenses Charged to the REIT	Ceiling % of NAV	Expected Rate to be Charged (Excluding VAT)
Part 1 Base Fee	Not exceeding 3.00%	Not exceeding 3.00% of operating revenue per project
Part 2 Incentive Fee		Not exceeding 10.00% of Adjusted Gross Operating Profit from Real Estate per project
Part 3 Contract Service Fee		Leasing and service fee not exceeding 3 months of rental and service income for new or renewed leases/service contracts for properties of the REIT, pro-rated based on contract term

8.3 Trustee

8.3.1 General Information

Name	Krung Thai Asset Management Public Company Limited ("KTAM")
License	KTAM has been granted for Trustee Business License on January 23, 2014
Corporate Headquarters Address	No. 1 Empire Tower, 32nd Floor, South Sathorn Road, Yannawa, Sathorn, Bangkok 10120
Phone Number	02-686-6100
Fax Number	02-670-0430
Website	www.ktam.co.th

8.3.2 Duties and Responsibilities of the Trustee

The Trustee shall have duty to manage the REIT with honesty, professional diligence, and expertise, and fairly treat the unitholders for best interest of the overall unitholders in accordance with the Trust Deed, as well as related laws and notifications as follows.

- 1) Oversee the Trust Deed to have materiality in accordance with related laws. In amendment of the Trust Deed, the procedures and conditions prescribed in the Trust Deed, and rules prescribed in related laws, shall be observed. Nevertheless, if the aforesaid is not observed in amendment, the Trustee shall carry out in accordance with power and duties specified in the Trust Deed, and under Trust Act in order to oversee and maintain the privilege of the overall unitholders. If in the event of subsequent amendment in rule of offering for sale of trust units or management of the REIT issued in accordance with Securities Act and Trust Act, and non-compliance of the Trust Deed's requirement with such rule, the Trustee shall carry out to amend the Trust Deed to comply with the said rule and procedure stipulated in the Trust Deed or as ordered by the Office of SEC under Section 21 of Trust Act.
- 2) Oversee to ensure that management of the REIT is performed by the REIT Manager under consent of the Office of the SEC throughout the establishment term of the REIT unless the event of the REIT Manager's failure to perform duties and the participation of the Trustee in management of the REIT as necessary to prevent, restrain or limit in order to avoid the occurrence of severe damage against the interest of the REIT or overall unitholders, and take action under the authority in this Trust Deed and Trust Act to provide new the REIT Manager.
- 3) Oversee and take any necessary actions so that the REIT Manager and the delegated person (if any) shall have characteristics and comply with rules prescribed in the Trust Deed, other related agreements (if any), and related laws, including discharge of the existing REIT Manager, and appointment of the new REIT Manager or the new delegated person (if any).
- 4) Control the investment of the REIT in accordance with the Trust Deed and related laws.
- 5) Control to ensure the disclosure of proper and complete information of the REIT as stipulated in the Trust Deed and related laws.

8.3.3 Fee of Trustee

Throughout the term of the trust establishment agreement, the trustee will receive a fee for performing duties as the trustee and asset custodian, at a rate not exceeding 0.50% of the total asset value, with a minimum fee set at 4 million baht per year.

8.4 Names, addresses, and telephone numbers of the security registrar, auditor, and property appraiser

8.4.1 Security Registrar

Name	Thailand Securities Depository Company Limited
Address	The Stock Exchange of Thailand Building 93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400
Telephone	0-2009-9000

8.4.2 Auditor

Name	KPMG Phoomchai Audit Ltd.
Address	50 th – 51 st Floor, Empire Tower 1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120
Telephone	0-2677-2000

8.4.3 Appraiser

Name	Nexus Property Consultants Co., Ltd.
Address	31 st floor, Bangkok Insurance Building / Y.W.C.A. 25 South Sathorn Road, Thung Maha Mek, Sathorn, Bangkok 10330
Telephone	0-2286-8899

9. Risk factors

9.1 Risks Relating to the REIT's Business Operations

9.1.1 Risk from non-compliance with agreements

The REIT has entered into agreements related to the investment and management of the REIT's main assets for the purpose of procuring benefits from the REIT's properties and taking any actions to ensure the counterparties comply with the terms of the agreements. However, despite the provisions in the agreements, the counterparties may fail to perform their obligations under the agreements, breach the agreements, or any event may occur causing the termination or breach of the agreements. In the event that the counterparties violate the terms and conditions of the relevant agreements, they may not pay damages as claimed by the Trust. The Trust may have to bring such matters into the dispute resolution process by filing a lawsuit with the relevant court, which will incur costs and time. The REIT Manager cannot predict the duration and impact of such proceedings, including the amount of compensation the REIT will receive for various damages. Furthermore, the outcome of the case will depend on the discretion of the relevant court, and even if the court rules in favor of the REIT, the REIT may not be able to enforce the court's judgment. Therefore, trust unitholders bear the risk of not receiving returns in the expected amount or within the expected timeframe.

9.1.2 Risk that tenants may not renew their leases

The assets that the REIT invests in may experience events where a large number of rental agreements expire at the same time. The frequency of rental renewals and rental rates will make the REIT sensitive to volatility in market rental rates. During periods when there is reduced demand for office space rental, regardless of the cause, this could lead to higher vacancy rates and decreased rental rates, which would lower the REIT's rental income. Some or all of the minor tenants may choose not to renew their rental agreements or may renew under conditions that are less favorable to the REIT compared to their current rental agreements. If the new rental rates upon renewal or entering into new agreements are significantly lower than expected, it would negatively impact the REIT's operating performance and financial position. Additionally, if any minor tenant terminates or does not renew their rental agreement, the REIT Manager cannot guarantee that the REIT will be able to re-lease the vacant space at the previous rental rate.

9.1.3 Risk from the ability of retail tenants to pay rent and service charges

The rental and service fees that the REIT receives from tenants under the lease agreements will be the main source of income for the REIT. Therefore, the REIT may face risks from the financial position and ability of minor tenants to pay rent and service fees. If such minor tenants face financial problems affecting their ability to pay rent/service fees, do not pay rent/service fees, make late payments, or terminate the lease agreements early, and if the REIT is unable to find new tenants to replace them, this could directly impact the REIT's income and, consequently, its ability to pay distribution.

However, all minor tenants entering into lease agreements with the REIT must place rental and service deposits for the entire lease term. The deposit amount required is equivalent to approximately 3 months' worth of rent and service fees. The REIT can claim such deposits in cases where tenants fail to pay rent and/or service fees or terminate the lease agreements early.

9.1.4 Risk from renovations/repairs to properties that impact revenue generation

The REIT's assets may require major repairs and renovations in significant aspects to keep the properties modern and suitable for the tenants' use, as well as to attract new tenants to lease the properties the REIT has invested in.

Regular repairs and maintenance should not generally impact the REIT's operating performance. However, major repairs or renovations may be necessary to change the internal and external appearances of the properties the REIT has invested in, as well as modify critical operating systems. Such major repairs or renovations may require temporarily closing of certain areas of the properties. This closure could significantly negatively impact the use of the properties or cause tenants to terminate, not renew, or cancel their service agreements. Therefore, if the properties the REIT has invested in require major repairs or renovations, it could have a significant negative impact on the REIT's financial position and operating performance.

In the case of major maintenance, the REIT Manager will try to ensure that such maintenance does not significantly affect the procurement of benefits by carrying it out in sections, allowing the use of surrounding areas while an area is under maintenance or renovation, such as lobby renovations, interior wall repairs, carpet replacements, restroom upgrades, elevator replacements, etc. For future asset maintenance plans, the REIT has established a budget deemed sufficient and appropriate based on the Property Manager's recommendations to properly maintain the

assets and enable efficient benefit procurement, including investments for building or system renovations that may require substantial capital. The Property Manager will be able to manage maintenance operations as necessary and appropriate to avoid significantly impacting the REIT's benefit procurement and cash flows. If the maintenance budget is insufficient, the REIT will consider procuring appropriate funding sources to mitigate impacts on benefit procurement.

9.1.5 Risk from reliance on major retail tenants

The rent or compensation that the REIT receives from minor tenants will be a significant source of income for the REIT. Therefore, the REIT may face risks in cases where major tenants occupying large areas do not pay rent, pay rent late, or terminate their lease agreements before the expiration date. If the REIT is unable to find new tenants to replace such major tenants, this could directly impact the REIT's income and, consequently, its ability to pay distribution to the trust unitholders.

9.1.6 Risk that the Trust's performance depends on the property manager's abilities

The Property Manager will have the duty to manage the assets the REIT has invested in as assigned by the REIT Manager, including jointly establishing policies with the REIT Manager for procuring benefits from operating the office rental business of such assets. This includes finding new minor tenants, renewing agreements with existing minor tenants, maintaining good relationships with minor tenants, advertising for rentals, as well as maintaining or renovating the REIT's invested assets to keep them in good and suitable condition for utilization. Therefore, the REIT's operating performance will depend on the capability of the Property Manager. The Property Manager's ability to manage the assets the REIT has invested in will directly affect the REIT's operating performance.

9.1.7 Risk relating to competitors in the Trust's business operations

If competition intensifies greatly in the office building rental market, or if several new office buildings of the same level are completed and opened around the same time, the REIT's business operations would inevitably be impacted. This could lead to price competition through rental rate reductions, decreased occupancy rates due to oversupply exceeding demand in that area, or the REIT having to adjust rental agreement conditions to provide more benefits to tenants. Ultimately, if the REIT cannot promptly adjust its competitive strategies to adapt to changing circumstances, it may face business operation risks.

9.1.8 Risks that may arise from borrowing

In the event that the REIT is unable to pay interest and/or principal as specified in the loan agreement, or if the REIT requests new borrowing to refinance the existing loan but is not approved by commercial banks, financial institutions, insurance companies, and/or any other legal entities that can lend to the REIT, causing the REIT's inability to pay interest and/or principal as specified in the loan agreement, which would constitute a breach of the loan agreement. In such a case, the lender may enforce the mortgage over the REIT's assets and/or enforce other collateral provided as loan security in accordance with the rules and conditions set forth in the loan agreement, mortgage agreement, and relevant collateral agreements. Furthermore, in the case of new borrowing to refinance the existing loan, the REIT may risk not obtaining terms in the new loan agreement as favorable as those in the original loan agreement.

9.1.9 Potential conflicts of interest between the Trust and True Properties

Currently, True Properties is the main provider of office space for rent to companies in the True Group and Charoen Pokphand Group. In addition, True Properties owns leasehold rights over land, buildings, and/or office space for rent in Bangkok and other provinces, which may create conflicts of interest in procuring new minor tenants for the REIT, whether tenants in the True Group, Charoen Pokphand Group, or unrelated companies.

However, the REIT Manager will implement measures to prevent such conflicts of interest. In the case of vacant rental space in the assets the REIT has invested in, True Properties, as the Property Manager, agrees to proceed as follows:

- If any party other than companies in the True Group and/or Charoen Pokphand Group contacts the Property Manager to rent any office space under the Property Manager's management, the Property Manager agrees to offer information on rental space in the assets the REIT has invested into that party before offering rental space in other projects under the Property Manager's management.
- If companies in the True Group and/or Charoen Pokphand Group wish to rent space from the Property Manager, or if the lease agreements of minor tenants in other projects under the Property Manager's management expire and those minor tenants wish to continue renting from the Property Manager, the

Property Manager agrees to offer information on rental space in the assets the REIT has invested in, along with other available space options, to those tenants for equal consideration.

9.1.10 Risk from outbreaks of communicable diseases, fear of outbreaks, or other serious public health issues

The outbreak of Influenza A virus strains occurring in poultry or avian influenza (Influenza A H5N1), Severe Acute Respiratory Syndrome ("SARS"), Middle East Respiratory Syndrome ("MERS"), Coronavirus disease 2019 (COVID-19), any other life-threatening diseases, communicable diseases, or severe pandemics that result in a global economic slowdown from such outbreaks may adversely impact business operations and the ability of tenants in the principal properties of the REIT to pay rent and service charges. This could negatively affect the revenues or financial position of the tenants and/or the REIT.

9.2 Risks Relating to the REIT's Ability to Benefit from Its Invested Properties

9.2.1 Risk from potential expropriation of land

The REIT may be at risk in the event that government agencies intend to expropriate the properties that the REIT has invested in the future, which may cause the REIT to be unable to use the properties that the REIT has invested in for business purposes. In addition, in the event of such expropriation, the REIT may not receive compensation for the expropriation, or receive compensation less than the value that the REIT has invested in the properties, which may result in the returns that the REIT unitholders will receive from the investment not being as estimated, both in terms of distribution and capital deductions.

9.2.2 Risk from natural disasters, accidents, sabotage and other force majeure events

The assets in which the REIT invests, including the properties and personnel of the sub-lessees or service users within those properties, may be susceptible to damage from natural disasters, accidents, acts of sabotage, and other force majeure events. To mitigate such risks, the REIT Manager will secure insurance coverage with a sum insured that adequately protects the value of the REIT's assets. This coverage will include Property All Risk Insurance (excluding terrorism), Business Interruption Insurance, and Public Liability Insurance for bodily injury and third-party property damage risks. The compensation rates and coverage will adhere to the conditions specified in the insurance policies arranged by the REIT, following the general standards for the office space rental business as prescribed by the Office of the Securities and Exchange Commission.

9.2.3 Risk from properties designed for specific purposes

Since certain areas of the True Tower 2 Building 4 project have been designed and constructed to specifically meet the needs of sub-tenants (Built-to-Suit) as studios for television program production, which account for approximately 1.4% of the REIT's total net leasable area (NLA), with these studio areas having a floor-to-ceiling height of approximately 10.15 meters, while most office areas have a floor-to-ceiling height of only about 2.8 meters, the rental rates for the studio areas are higher than those for office areas. Therefore, if such sub-tenants do not wish to renew their leases, the REIT may risk losing rental income due to its inability to find new sub-tenants to replace them, or its inability to find new sub-tenants willing to lease such areas at rates equal to or higher than the current rates. Additionally, the REIT may have to incur expenses to renovate such areas for new sub-tenants' use, as the studio areas were designed specifically for studio operations.

9.3 Risks Relating to the REIT's Investment in Real Estate

9.3.1 Risk from changes in property appraisal values

Generally, the valuation of real estate assets considers various factors related to the properties, such as market position, competitiveness, and condition of the assets. However, there may be events in the future that could change these factors, as some or all of the assumptions made may not occur as expected, or unanticipated events or situations may arise. Consequently, the REIT Manager cannot ensure that the value of future real estate assets in which the REIT invests will exceed or fall below the amount initially invested by the REIT in such assets.

9.3.2 Risk from investing in leasehold rights which decline in value over time

The REIT invests in leasehold rights over real estate assets, whereby the value of the leasehold rights may decrease over the remaining lease term. This is due to the valuation of the leasehold rights, changes in occupancy rates and/or rental or service rates, or other causes beyond the control of the REIT Manager. Upon the expiration of the leasehold rights over the land and buildings, the value of the initially invested assets will be reduced to zero.

Such changes in the value of leasehold rights may have a significant impact on the Total Asset Value (TAV) and Net Asset Value (NAV) of the REIT, the value of the Trust units, and/or the distribution by the REIT.

9.4 Risks Relating to Investment in the REIT's Units

9.4.1 Risk relating to unit prices potentially declining after the offering and liquidity in the secondary market

The Trust units may trade at prices below the offering price. The trading price of the Trust units may be affected by various factors, including:

- Business opportunities of the REIT, including the real estate market conditions in Thailand from investors' perspectives
- Differences between the actual performance of the REIT and projections by investors and analysts
- Ownership of Trust units by major investors, which may affect trading liquidity in the secondary market
- Changes in investment advice and projections by analysts
- Remaining lease term of the principal assets the REIT has invested in
- Changes in economic conditions in Thailand and globally, as well as business trends
- Market value of the REIT's assets
- Capital increases or decreases of the REIT
- Attractiveness of Trust units compared to other securities
- Investor demand to trade Trust units
- Future size and liquidity of the market for investment in Trust units
- Relevant rules and regulations that may change, including tax systems, both general changes and those specific to the Trust units
- Inability of the REIT to successfully execute its investment plans and business expansion plans
- Changes and trends in interest rates, as well as volatility and sensitivity of prices and expected returns of securities on the Thai capital market

Due to the volatility in Trust unit prices caused by the aforementioned factors, the Trust units may trade at prices above or below their net asset value (NAV) per unit. Therefore, investors may not be able to sell their Trust units at the offering price or at the NAV price per unit.

9.4.2 Risk from impacts of changes to accounting standards or relevant laws

The REIT's financial statements may be impacted by the announcement and enforcement of new accounting standards in Thailand or revisions to accounting standards related to REIT and real estate. Currently, there is no information on the scope and timeline for changes in accounting standards, and such changes are unpredictable. The REIT Manager cannot quantify the potential impact of these changes and cannot guarantee that such changes will not significantly affect the REIT's financial statements or its financial position and performance. Furthermore, these changes may negatively impact on the REIT's ability to distribute returns to unitholders.

9.4.3 Risk from impacts of changes to relevant taxes or fees

The REIT's future operations to generate benefits from its assets may incur taxes and fees, of which the REIT may have to bear all or part of the burden. The rates of fees and taxes that the REIT will have to pay may differ from current rates. In the future, the REIT's tax obligations and/or unitholders' tax obligations related to investing and/or trading of Trust units and/or operating to generate benefits from the REIT's assets, as well as receiving returns from the REIT, may change from the current situation if there are changes to relevant tax laws and regulations or other related rules.

10. REIT Management

10.1 The REIT Governance Policy

To comply with the laws, regulations, and trust deed, BBLAM has a system to control, supervise and audit the performance of its duties as the REIT manager and related work to ensure compliance with relevant notifications or laws. An annual audit plan with clearly defined control, supervision and audit methods is established. Personnel carrying out these duties must be independent, with clearly defined procedures, methods, and timelines for reporting audit results directly to the company's board of directors or other board committees assigned by the board. There are also criteria and methods to prevent operational errors in order to comply with the trust deed, regulations, and relevant laws.

10.2 Sub-Committees

Please see details under the Management Structure section.

10.3 Real Estate Investment Committee Meetings

The Real Estate Investment Committee (REITCOM) meetings are scheduled quarterly or when there are important agenda items or as deemed appropriate. The Real Estate Investment Trust (REIT) unit staff will arrange the meetings and serve as the meeting secretary. At least half of the total committee members must attend in person, and resolutions are passed by a majority vote. The typical key agenda items are:

Agenda 1: Consider certifying the previous meeting minutes

Agenda 2: Acknowledge the REIT's operational performance report

Agenda 3: Approve the REIT's benefit distribution payment

Agenda 4: Consider other matters (if any)

10.3.1 Meeting Requirements

- 1) REITCOM meetings are scheduled quarterly or when there are important agenda items or as deemed appropriate. The REIT unit will arrange the meetings and serve as the meeting secretary.

- 2) The Chief Executive Officer chairs the REITCOM meetings. If the chairperson cannot attend, the attending members shall elect one member to chair that meeting.
- 3) At least half of the total REITCOM members must be present to constitute a quorum. Resolutions are passed by a majority vote, with each member having one vote. In case of a tie, the chairperson has the casting vote. Any members with vested interests or potential conflicts of interest in any matter must not participate in considering or voting on that matter. Their interests/conflicts shall be recorded in the minutes.
- 4) The REITCOM secretary prepares the meeting minutes and follows up on comments or observations from the meeting, as well as keeping the meeting documents.

10.3.2 Significant REIT Transactions Proposed to the Real Estate Investment Committee

- 1) Investment strategies, management policies, and capital structure
- 2) Appointment of external delegates e.g. financial advisors, underwriters, property managers
- 3) Selection of properties to invest in per the investment procedures
- 4) Divestment of properties per the divestment procedures
- 5) Consideration, review, and related party transactions with the REIT manager
- 6) Annual budget per the budgeting procedures
- 7) Capital increases, borrowing, bond issuances per the fund raising procedures
- 8) Other significant transactions relating to REIT management per relevant rules and regulations e.g. distribution of REIT benefits.

10.4 Control over Use of Inside Information

As the REIT manager, BBLAM has implemented a system to prevent conflicts of interest regarding the safekeeping of inside information as follows:

- 1) Prohibit disclosure of confidential information to external parties or employees not involved, and do not use the information beyond normal duties or in an inappropriate manner.
- 2) Maintain confidential document storage systems with due care.
- 3) Exercise caution when discussing or consulting on inside confidential information with external parties to prevent unauthorized access.
- 4) Use caution when sending or receiving inside information to prevent leaks before public disclosure.
- 5) Prohibit unauthorized persons from entering operational areas, with separate meeting/reception areas.
- 6) If employees are unsure whether certain information is confidential or can be disclosed, they must directly consult their supervisors or the Compliance & Legal department.

10.5 Process and Factors for Investment Decision-Making and REIT Management

10.5.1 Investment in the REIT's Main Assets

The REIT Manager will carry out the following before acquiring main assets each time:

- 1) Examine details of the assets including relevant data and documents (Due Diligence)
- 2) Arrange for appraisal of the assets to be invested in as specified in the Trust Deed
- 3) In case the Trust invests in leasehold rights of properties as a sub-lease, the REIT Manager will implement risk prevention measures or remedies for potential damages from lease agreement breaches or inability to enforce lease rights, and disclose such risk prevention measures to the Trustee and Trust Unitholders

In addition, for acquisition of additional main assets, the REIT Manager will also:

- 1) Have the Trustee consider and approve the investment in the assets as being in compliance with the Trust Deed and relevant laws
- 2) Seek approval for investment in the assets as follows:

2.1 For assets owned by the REIT Manager or related parties:

- For transactions relating to acquisition of main assets, propose to the Company's Executive Board for consideration and approval
- For transactions valued at 20 million baht or more, or exceeding 3.00% of the REIT's net asset value, whichever is higher, a resolution must be passed with no less than 3/4 of total votes from attending unitholders with voting rights
- Arrange for a financial advisor's opinion on the related party transaction for the Executive Board and/or Trust unitholders' consideration in approving the asset investment
- Ensure persons related to the offered assets do not participate in approving the investment

2.2 For assets owned by general third parties (not the REIT Manager or related parties):

- For transactions relating to acquisition of main assets, the REIT Manager proposes the assets for the REIT to invest in to the Real Estate Investment Committee for consideration per the property selection procedures. If approved by the Committee, it will be proposed to the Company's Board for consideration and approval, without participation of vested interest directors.
- For investments valued at 30.00% or more of the REIT's total asset value, a resolution must be passed with no less than 3/4 of total votes from attending unitholders with voting rights

10.5.2 Disposal of the REIT's Main Assets

The REIT Manager may consider disposing core assets of the REIT through the following process:

- 1) Arrange for asset appraisal by an independent appraiser per criteria set by the Securities and Exchange Commission
- 2) Propose the main asset disposal to the Real Estate Investment Committee for consideration. If approved, it will be proposed to the Company's Board for consideration and approval, without participation of vested interest directors.

- 3) Disposal of main assets must be conducted transparently with transaction substance and an approval system as specified in the Trust Deed. It must also obtain approval from the Trustee or unitholders' resolution similar to asset acquisitions.

10.5.3 Management of Core Assets of the REIT

For managing the REIT's main assets, the REIT Manager will appoint a property manager selected from those experienced in managing each asset type the REIT will invest in.

10.5.4 Selection of Person Related to REIT Management

The REIT Manager selects personnel to manage the Trust based primarily on relevant work experience.

The REIT Manager will verify that executive personnel meet the following SEC notification qualifications:

- 1) At least 3 years of experience in investment management or real estate benefit procurement within the 5 years prior to working for the REIT Manager
- 2) Not having prohibited characteristics of persons authorized to manage a REIT, which are prohibitions under the Capital Market Supervisory Board's notification on prohibited characteristics of capital market personnel
- 3) The Company's Board or its assignee (as the case may be) will select personnel based on the aforementioned qualifications, with the Compliance Department jointly examining applicant qualifications.

Selected personnel in each position will be restricted from holding other positions that may conflict with their primary assigned duties.

10.5.5 Investment in Other Assets for Cash Flow Management

The REIT Manager has a control system for investing the Trust's cash flow in other assets by verifying the type of other assets to invest in and the investment proportion complies with the Trust Deed.

10.6 Selection of the Property Manager

The REIT Manager may appoint one or more juristic persons to act as the property manager for the Trust's assets instead of the REIT Manager itself. The property manager must have the capability to manage the assigned properties and employ personnel with at least 3 years of experience in property management. The REIT Manager

will be responsible for the property management fees, while the Trust will be responsible for other expenses arising from property management, such as utilities, cleaning expenses, security expenses, property maintenance expenses, etc. If a new property manager is appointed beyond those specified in this filing, the REIT Manager will notify the Trustee within 15 days from the appointment date of the new property manager.

The REIT Manager may determine the term of the property management appointment agreement as appropriate on a case-by-case basis, which can be automatically renewed. However, the REIT Manager may appoint additional or replacement property managers or prescribe conditions for the removal of property managers on a case-by-case basis. Initially, for the property managers of the initial investment assets, conditions have been set in the property management appointment agreements whereby the REIT Manager reserves the right to consider removing the property manager upon occurrence of any of the following events:

- 1) In the case where the Adjusted Gross Operating Profit from the real estate is less than 95% of the estimated profit as specified in the annual operating plan proposed by the property manager and approved by the REIT manager for 2 consecutive years, unless it is a case of force majeure, or
- 2) In the case where the occupancy rate of the initial investment assets managed by the property manager is less than 50% for 3 consecutive months, unless it is a case of force majeure.
- 3) If during any year a force majeure event occurs, the property manager may propose a revised annual operating plan to the REIT manager for consideration and approval. And if it appears that the Adjusted Gross Operating Profit is less than 95% of the estimated profit as specified in the revised annual operating plan for 2 consecutive years.

10.7 Monitoring the Performance of the Property Manager

Details		Actions of the Property Manager	Related Actions of the REIT Manager
1	Acceptance - Delivery of Assets and Contracts	<ul style="list-style-type: none"> - Submit documents showing ownership / rights over the assets, including contracts and other important documents to the REIT manager - Inspect the condition of the investment 	<ul style="list-style-type: none"> - Check details of the assets and contracts received from the asset owner, property manager and other related parties such as legal advisors, appraisers, etc. - Make copies of title deeds and contracts to

Details		Actions of the Property Manager	Related Actions of the REIT Manager
		<p>properties along with the REIT manager and the trustee</p> <ul style="list-style-type: none"> - Prepare a report accurately recording the condition of the properties and send a copy to the REIT manager 	<p>keep at the REIT manager's office for reference and operations, and send important documents to the trustee for safekeeping</p> <ul style="list-style-type: none"> - Inspect the condition of the investment properties along with the trustee and property manager, and check the condition report
2	Collection and Remittance of Revenue to the REIT, Accurately and Completely	<ul style="list-style-type: none"> - The REIT requires tenants to pay rent directly into the REIT's bank account. However, if tenants pay into the property manager's account, the property manager will transfer the rent to the REIT's account - At the end of each month, the property manager summarizes the rent collection data according to lease agreements, cash rent received that month, and outstanding rental receivables, and submits to the REIT manager for verification 	<ul style="list-style-type: none"> - At the end of each month, verify the accuracy of the revenue amount transferred into the account against the reports and supporting documents received from the property manager - If the amount is correct, file the data and documents, prepare financial statements and submit a report to the trustee - If the amount is incorrect, ask the property manager to explain and rectify
3	Requesting Disbursements from the REIT	<ul style="list-style-type: none"> - The property manager prepares a budget and submits an annual operating plan to the REIT manager for budgeting consideration before the end of each fiscal year - If a budget is approved, submit disbursement requests with supporting evidence to the REIT manager for verification and approval 	<ul style="list-style-type: none"> - The REIT manager considers the budget plan with the property manager and proposes it to the REITCOM Committee for annual budget approval - If a budget is approved and the expense is within the approved budget, verify the disbursement supporting documents and notify the trustee to disburse to the relevant parties

Details		Actions of the Property Manager	Related Actions of the REIT Manager
		<ul style="list-style-type: none"> - If no budget is approved, consult with the REIT manager, explain the necessity for the disbursement to determine an approved amount. If approved, the property manager must provide the REIT manager with: 1) Asset details 2) Requested amount 3) Approval letter no. 4) Other details as applicable - For urgent matters requiring approval, the property manager will call/email the REIT manager for advance approval 	<ul style="list-style-type: none"> - If no budget is approved, or if the expense is not in the approved budget or exceeds it, the REIT manager asks the property manager to explain the necessity and appropriateness, and provide additional documents. If deemed beneficial to the REIT, approve the disbursement. If not, return the documents to the property manager - Prepare accounting records and financial statements for the trustee
4	Adequate and Proper Maintenance of REIT Assets	<ul style="list-style-type: none"> - Visually inspect that the main assets are in serviceable condition. If any significant defects affecting REIT revenue are found, the property manager will record, photograph and repair them, notifying the REIT manager - If a tenant requests overall repairs, the property manager considers the appropriateness and necessity while maintaining good relations with the tenant, and notifies the REIT manager - If a tenant does not renew the lease, the property manager accepts the returned asset and requires the tenant to restore it to the same condition as when leased 	<ul style="list-style-type: none"> - If the property manager requests repair expenses, the REIT manager considers the appropriateness - If appropriate, the REIT manager considers appointing a contractor to repair the significantly defective assets to working condition, and reports progress to the trustee
5	Annual Property Valuation /	<ul style="list-style-type: none"> - Provide necessary data for the annual property valuation/revaluation to the REIT 	<ul style="list-style-type: none"> - Compile list of REIT assets due for annual valuation

Details		Actions of the Property Manager	Related Actions of the REIT Manager
	Revaluation	<p>manager</p> <ul style="list-style-type: none"> - Facilitate property inspection by the independent appraiser 	<ul style="list-style-type: none"> - Select and appoint an independent appraiser per criteria, notifying the property manager to prepare valuation documents - Verify assumptions and accuracy of the valuation, and submit details to the trustee and SEC - Summarize valuations for disclosure on the SET website
6	Annual Property Inspection	<ul style="list-style-type: none"> - Inspect REIT properties along with the REIT manager and trustee - Facilitate and provide necessary information to the REIT manager and trustee 	<ul style="list-style-type: none"> - Compile list of REIT assets due for annual inspection - Coordinate with trustee and property manager to schedule inspection dates - Inspect that REIT properties physically exist and are in serviceable condition - Prepare accurate property inspection report within 30 days of inspection - Submit copy of report to trustee within 5 business days of completion
7	Verification of Insurance Policy Copies	<ul style="list-style-type: none"> - If an insurance policy is expiring soon, the property manager notifies the REIT manager to renew the REIT asset insurance 	<ul style="list-style-type: none"> - Consider adequacy and appropriateness of renewal policy terms - Verify beneficiary follows criteria - Verify insurance types and coverage amounts, which must not be less than Replacement Cost

10.8 Fees of the REIT Manager

Throughout the term of the REIT Manager Appointment Agreement, the REIT Manager shall receive as follows:

Fees and Expenses Charged to the REIT	Ceiling % of NAV	Expected Rate to be Charged (Excluding VAT)
Part 1 REIT Management Fee	Not exceeding 1.00%	Not exceeding 0.50% of TAV but not less than 8 million baht per year
Part 2: Property management fees	Not exceeding 3.00%	
Base Fee		Not exceeding 3.00% of operating revenue per project
Incentive Fee		Not exceeding 10.00% of Adjusted Gross Operating Profit from Real Estate per project
Contract Service Fee		Leasing and service fee not exceeding 3 months of rental and service income for new or renewed leases/service contracts for properties of the REIT, pro- rated based on contract term
Part 3 Acquisition or disposition fee	Not exceeding 5.00%	not exceeding 1.00% of the value of the Core Assets acquired or disposed

10.9 Opinion on the Performance of the Property Manager

The REIT manager views that for the year ended December 31, 2023, the property manager was able to control and oversee the revenues and expenses of the REIT's investment assets in accordance with the set annual budget plan.

10.10 Audit Fees

The REIT manager appointed KPMG Phoomchai Audit Ltd. as the auditor of the REIT for the year ended December 31, 2023, with an audit fee of THB 1,370,000 and out-of-pocket expenses of THB 23,500.

11. Internal Control and Risk Management

The internal audit department is responsible for auditing and evaluating the adequacy of the internal control systems of the various departments responsible for the management of the REIT. This is done in accordance with the prescribed operating procedures. The internal control system audit and evaluation is carried out according to the annual audit plan approved by the Audit Committee. Since the internal audit department is an independent operating unit, it reports its operational results directly to the Audit Committee. From the assessment of the adequacy of the internal control system, the internal audit department is of the opinion that the internal control system related to the management of the REIT is rigorous and appropriate. Personnel have been assigned duties adequately and responsibilities have been clearly segregated (Segregation of Duties), enabling efficient operation in accordance with the internal control system. There is also appropriate monitoring and supervision of the operations of the property managers.

12. Prevention of Conflicts of Interest

12.1 Prevention of Conflicts of Interest

The Trust Deed contains provisions regarding transactions between the REIT and the REIT Manager or persons related to the REIT Manager as follows:

- 1) The transactions between the REIT and the REIT Manager or persons related to the REIT Manager must be transactions with the following characteristics:
 - 1.1) In accordance with the Trust Deed and relevant laws
 - 1.2) For the best interest of the Trust
 - 1.3) Being reasonableness and use of fair price
 - 1.4) Any fees charged to the REIT (if any) are at fair and appropriate rates
 - 1.5) Parties with vested interests in entering into the transaction do not participate in the decision to enter into that transaction
- 2) Approval of transaction between the REIT and the REIT Manager or related persons must go through the following steps:
 - 2.1) Obtain opinion from the Trustee that the transaction is in accordance with the Trust Deed and relevant laws
 - 2.2) If the transaction value is less than 20,000,000 Baht or not exceeding 3.00% of the Trust's net asset value, whichever is higher, it must be approved by the Board of Directors of the REIT Manager.
 - 2.3) If the transaction value is 20,000,000 Baht or more, or exceeds 3.00% of the Trust's net asset value, whichever is higher, it must be approved by a resolution of the Trust Unitholders' meeting with votes of not less than three-fourths of total votes of attending Unitholders with voting rights.
- 3) In case the transaction is an acquisition or disposition of Core Assets, the calculation of value will be based on the total value of acquisition or disposition of all assets in each project that allows the project to generate revenue, including related assets.
- 4) The process of seeking Trustee's opinion or Unitholders' resolution, the duties of the REIT Manager and Trustee are as follows:

- 4.1) The REIT Manager must prepare documents requesting opinion or meeting invitation letters, providing its view on the transaction characteristics pursuant to clause 1), along with clear rationale and supporting information.
- 4.2) The Trustee must attend the Trust Unitholders' meeting to provide opinion on whether the transaction characteristics comply with the Trust Deed and relevant laws. For Unitholders' resolution, the meeting invitation must include an independent financial advisor's opinion.
- 5) If the information on transactions between the REIT and the REIT Manager or related persons has already been clearly disclosed in the filing and prospectus, such transactions do not require approval per clause 2) and do not need to go through the opinion process per clause 4).

12.2 Transactions between the REIT and the REIT Manager and Persons Related to the REIT Manager

12.2.1 Transactions between the REIT and the REIT Manager

The REIT Manager is BBL Asset Management Company Limited ("BBLAM").

Nature of the Transaction	Trustee on behalf of the REIT has appointed BBLAM as the REIT Manager.
Reasons and Necessity of the Transaction	<p>1) BBLAM is the settlor of the REIT and the applicant for the offering of Trust units for the initial investment in the assets.</p> <p>2) BBLAM is a securities management company and a subsidiary of Bangkok Bank Public Company Limited. BBLAM has experience in managing infrastructure funds, property funds, and other types of funds, as well as experience acting as the trustee of real estate investment trusts. It also has personnel with experience and expertise in the business, which will support BBLAM's operations as the REIT Manager.</p> <p>3) The directors, executives, and personnel of BBLAM are experienced and have good knowledge and understanding of the capital market business and real estate investment.</p> <p>Therefore, BBLAM is qualified to be the REIT Manager.</p>

Reasonableness of the Transaction

1) BBLAM will charge REIT management fees divided into 3 parts:

Part 1: REIT management fee not exceeding 0.50% of the total asset value (TAV) per year.

Part 2: Property management fees consisting of:

- Property management fee not exceeding 3.00% of operating revenue per year
- Incentive fee not exceeding 10.00% of adjusted gross profit from properties
- Leasing and service fee not exceeding 3 months of rental and service income for new or renewed leases/service contracts for properties of the REIT, pro-rated based on contract term

Part 3: Acquisition or disposition fee not exceeding 1.00 % of the value of the Core Assets acquired or disposed

The fee structure is in accordance with normal business practice, comparable to fees of REIT managers of other real estate investment trusts.

2) As the REIT Manager, BBLAM will charge property management fees not exceeding the stated rates. The REIT Manager will set appropriate property management fees for each property manager and project. BBLAM has good control and operating systems. The REIT Manager will be responsible for the fees charged by property managers and for performing or finding replacements if a property manager cannot fully perform duties. Additionally, the fee structure follows normal business practice comparable to property management fees of REIT managers or property managers of other real estate investment trusts.

12.2.2 Transactions between the REIT and Major Shareholders of the REIT Manager

The major shareholder of the REIT Manager is Bangkok Bank Public Company Limited ("Bangkok Bank").

Relationship	Bangkok Bank is a major shareholder of the REIT Manager, holding a direct 75.00% stake in the REIT Manager's total paid-up shares.
Nature of the Transaction	Bangkok Bank provides loans to the Trust for investing in the initial assets, and may provide other financial services to the Trust, under normal commercial terms such as deposit accounts, cash management services, etc.
Reasonableness of the Transaction	The REIT's borrowing is conducted on an arm's length basis with terms no less favorable than offers from commercial banks, financial institutions, insurance companies, and/or any other entities capable of lending to the Trust. Any other financial services provided are under normal business terms and conditions.

12.2.3 Policy on Transactions between the REIT and the REIT Manager or Persons Related to the REIT Manager

The Trust Deed contains provisions regarding transactions between the REIT and the REIT Manager or persons related to the REIT Manager as follows:

- 1) Transactions between the REIT and the REIT Manager or related persons must have the following characteristics:
 - 1.1) In accordance with the Trust Deed and relevant laws
 - 1.2) For the best interest of the REIT
 - 1.3) Reasonable and at fair prices
 - 1.4) Any fees charged to the REIT (if any) are at fair and appropriate rates
 - 1.5) Parties with vested interests do not participate in the decision to enter the transaction

- 2) Approval of transactions between the REIT and the REIT Manager or related persons must go through:
 - 2.1) Obtain opinion from the Trustee that the transaction complies with the Trust Deed and relevant laws
 - 2.2) If under 20,000,000 Baht or not exceeding 3.00% of the Trust's net asset value, whichever is higher, it must be approved by the REIT Manager's Board of Directors.
 - 2.3) If 20,000,000 Baht or more, or exceeding 3.00% of the Trust's net asset value, whichever is higher, it must be approved by Trust unitholders' resolution with at least three-fourths of votes from attending unitholders with voting rights.
- 3) For acquisition or disposition of Core Assets, the calculation is based on the total value allowing the project to generate revenue, including related assets.
- 4) For the Trustee opinion or unitholders' resolution process, the duties are:
 - 4.1) The REIT Manager must prepare documents requesting opinions or meeting invitations, providing its view on the transaction characteristics per clause 1), along with clear rationale and supporting information.
 - 4.2) The Trustee must attend the unitholders' meeting to provide an opinion on whether the transaction complies with the Trust Deed and relevant laws. For unitholders' resolutions, the meeting invitation must include an independent financial advisor's opinion.
- 5) If the transactions between the REIT and REIT Manager or related persons have already been clearly disclosed in the filing and prospectus, such transactions do not require approval per clause 2) and do not need to go through the opinion process per clause 4).

12.3 Transactions between the REIT and the Trustee and Persons Related to the Trustee

12.3.1 Transactions between the REIT and the Trustee

The Trustee is Krungthai Asset Management Public Company Limited ("KTAM").

Nature of the Transaction	Krung Thai Asset Management is the Trustee of the REIT
Reasons and Necessity of the Transaction	<p>1) KTAM is a subsidiary of Krung Thai Bank PCL, operating as a securities management business. It has experience managing infrastructure funds, property funds, and other types of funds. Therefore, Krung Thai Asset Management has personnel with experience and expertise in the business, which will enable it to perform well as the Trustee of the REIT.</p> <p>2) The directors, executives, and staff of KTAM have extensive experience and understanding of the capital markets business and real estate investment.</p> <p>Hence, KTAM is well-qualified to be the Trustee for the REIT.</p>
Reasonableness of the Transaction	<p>1) The Trustee oversees the payment of service fees for the REIT at the rates and conditions approved by the REIT Manager, not exceeding the rates disclosed in the filing and prospectus.</p> <p>2) The Trustee has a good control and monitoring system in accordance with SEC regulations.</p> <p>3) The Trustee fee rates are based on normal commercial terms, comparable to the trustee fees of other REITs of similar nature in the market.</p>

12.3.2 Transactions between the REIT and Major Shareholders of the Trustee

The major shareholder of the Trustee is Krungthai Bank Public Company Limited ("Krungthai Bank").

Relationship	Krung Thai Bank PCL is the major shareholder of the Trustee, holding 99.99% of the Trustee's total paid-up shares directly.
Nature of the Transaction	Krung Thai Bank PCL provides other financial services to the REIT, which are provided under normal commercial terms, such as deposit accounts, cash management services, custodian services, etc.
Reasonableness of the Transaction	The provision of other financial services is conducted under normal business terms. Additionally, Krung Thai Bank PCL has a good understanding of this transaction. Moreover, managing through certain shared systems within the group allows flexibility and efficiency in management.

12.3.3 Policy on Transactions between the REIT and the Trustee or Persons Related to the Trustee

In the case of future transactions between the REIT and the Trustee or persons related to the Trustee, the following procedures will be undertaken:

- 1) Disclosure of information through the Stock Exchange of Thailand or other channels accessible to all trust unitholders regarding the proposed transaction and related information.
- 2) A reasonable disclosure period of not less than 14 days.
- 3) Clear disclosure of the channels, procedures, and timelines for objections, which must be not less than 14 days, unless unitholders' approval is sought for the transaction, in which case objections can be raised during the unitholders' meeting.

If there are objections clearly expressed through the disclosed channels under clause 3) above by more than one-fourth of the total issued trust units, the Trustee will not enter into or consent to the said transaction between the REIT and the Trustee or related persons.

In the case where details of transactions between the REIT and the Trustee or related persons have already been clearly disclosed in this document, such transactions are considered to have adequately disclosed information to the trust unitholders or investors prior to entering into the conflicted transactions of the REIT.

13. Legal Controversy

- None -

14. Other Important Information

14.1 Significant Events Affecting the REIT's Operations

As announced through the Stock Exchange of Thailand's news channel on September 11, 2023, the main tenant group of the True Tower 2 project has informed of their intention not to renew 7,861 sq.m. of leases expiring at the end of 2023, accounting for 31.4% of the project's total leased area. Additionally, around 49.0% of the project's total leased area is due to expire in 2024. There is a risk from the concentration of lease expirations, as approximately 40% of the total leased area has leases expiring on December 31, 2024. The REIT Manager and Property Manager will make their utmost efforts to negotiate with the project's main tenant group, for which there is currently no conclusion regarding lease renewals. If a conclusion is reached, the REIT Manager will announce it through the Stock Exchange of Thailand's.

However, considering the beginning of 2024, when the REIT was able to lease out 4.1% of True Tower 2's leased area to external tenants and is currently in the process of signing a lease with a company under Charoen Pokphand Group for 13.1% of True Tower 2's leased area, the occupancy rate after including the new tenants will be at 81.7%. The breakdown of leased area usage within the project will consist of the True Group at 54.6%, Charoen Pokphand Group at 23.0%, external tenants at 4.1%, and vacant area pending lease at 18.3%, respectively.

14.2 Progress on Repairing Leased Assets and Major Asset Acquisitions under the Investment Agreement

The REIT has invested in the leasehold rights over land and buildings of the True Tower 1 and True Tower 2 projects under 4 agreements dated February 6, 2018: the True Tower 1 Land and Building Lease Agreement, True Tower 2 Land and Building Lease Agreement, True Tower 1 Movable Property and System Work Sale and Purchase Agreement, and True Tower 2 Movable Property and System Work Sale and Purchase Agreement. These agreements stipulate that True Properties Co., Ltd., as the former asset owner, shall be responsible for repairing the leased assets and undertaking major renovations within the first 5 years from the registration date of the land and building leasehold rights, according to the operational plan agreed upon with the REIT.

In 2023, the planned repairs of the leased assets and major asset acquisitions proceeded according to schedule. The progress as of the end of 2023 can be summarized as follows:

- The plan to replace the original water-cooled package air conditioning system of True Tower 1 with a Variable Refrigerant Volume (VRV) system that can adjust cooling capacity based on load. True Properties Co., Ltd. began this replacement in 2018 and it has now been completed.
- The plan to replace the transformers at True Tower 2 has been completed.
- The plan to improve the efficiency of the automatic fire extinguishing system at True Tower 1, and the project to replace the fire pump system at True Tower 1 are currently about 60% completed out of the total work scope. It is expected to be fully completed within 2024.
- The plan to improve the efficiency of the automatic fire extinguishing system at True Tower 2 is currently about 55% completed out of the total work scope. It is expected to be fully completed within 2024.

Currently, major renovation works for the leased properties and major assets, as specified in the REIT investment agreements, have been nearly completed. The remaining works include plans to improve the efficiency of the automatic fire extinguishing system and replace the fire pump system for the True Tower 1 project, as well as plans to improve the efficiency of the automatic fire extinguishing system for the True Tower 2 project, which are still underway at the expense of True Properties Company Limited, as stated in the investment agreements.

Investors can find more information about the REIT in the Annual Registration Statement (Form 56-REIT) available on www.sec.or.th, or other additional information on the REIT's website www.bworkreit.com or the Stock Exchange of Thailand's website www.set.or.th.

15. Corporate Social Responsibility

15.1 Overall Policy

The REIT Manager has a policy to manage the fund with fairness. Additionally, the REIT Manager has an anti-corruption policy that will not tolerate any form of corruption whatsoever. This covers all businesses and transactions in every country and all associated agencies, whether by offering, promising, requesting, demanding, giving or accepting bribes, or behaving in a way that implies corruption. To uphold these principles, the REIT Manager has established policies and guidelines to achieve them, covering 5 areas as follows:

- 1) Political Assistance
- 2) Charitable Donations
- 3) Sponsorships
- 4) Gifts, Hospitality, and Other Expenses
- 5) Bribery and Incentives

Trust unitholders can view more details on the REIT Manager's anti-corruption policy at www.bblam.co.th.

15.2 Operations

The REIT Manager has established detailed procedures to prevent corruption. The REIT Manager will regularly review the operating procedures to comply with changes in laws, businesses, and maintain the company's reputation. All directors, executives, and employees must comply with this policy.

Communication Guidelines and Disclosure of Anti-Corruption Policy

For the anti-corruption policy to be implemented effectively and benefit the overall organization, it is necessary that everyone in the company, including directors, executives, employees, probationary employees, permanent employees, and temporary employees, acknowledge and recognize the importance of this policy and put it into practice. It should also be disclosed to relevant business associates such as trading partners and customers.

Responsible Unit

The Compliance Department is the unit responsible for overseeing the operations of other units to comply with this policy. It has been assigned the authority to issue regulations and determine operating procedures, including revising and adding details as appropriate for operations to achieve the stated principles.

Penalties

If executives, employees, probationary employees, permanent employees, or temporary employees fail to comply with this policy, it will be considered a violation of legal regulations or orders. Consequently, one or more of the following penalties may be imposed, not necessarily in sequence:

- 1) Verbal warning
- 2) Written warning and reprimand
- 3) Job rotation or change of responsibilities as deemed appropriate by the company
- 4) Termination of employment without any compensation

15.3 Energy conservation

The REIT Manager recognizes the importance of energy conservation and saving. In coordination with the Property Manager, there is monitoring, analysis and summarization of energy usage in order to have a database to understand the REIT's energy consumption, which will then allow for energy usage planning going forward. There are also regular campaigns through various media for water saving initiatives within the projects. In terms of environmental preservation, the REIT has installed 2 sets of 6-blade water turbines at the "Khlong Yai Suan" canal in front of True Tower 1 project to help increase oxygen levels and treat the water condition, which will improve the environment in that area. Additionally, fluorescent light bulbs have begun to be replaced with LED bulbs, and the old air conditioning system at True Tower 1 project has been replaced with a Variable Refrigerant Volume (VRV) system that can adjust cooling capacity based on the existing load, in order to save energy within the buildings the REIT has invested in.

The REIT Manager believes that all of these activities will be an important force in creating a better Thai society. Although we are just a small part of society, if many small parts join together to undertake beneficial activities, the combined power will be great and can sustainably develop Thai society for the better going forward.

16. Market Overview

16.1 Economic overview

The economic state of the global market has exhibited an improvement in the fourth quarter of 2023 compared to the previous quarter. This improvement has been attributed to the recovery of domestic demand, the expansion of the service sector, and a favorable labor market situation, particularly in major economies such as the US and China. The recovery of these major economies has led to an increase in global trade volumes, which has been consistent with the upward trend of semiconductor sales and increased advance orders in many countries. This has resulted in the expansion of the manufacturing sector and exports of many countries in the Newly Industrialized Economies (NIEs) and ASEAN groups. However, the conflict between Israel and Hamas groups that began in October 2023 in the Middle East has had a negative impact on investor confidence, leading to volatility in financial markets. This has also led to increases in global energy and commodity prices, causing inflation rates in many countries to remain higher than monetary policy targets. As a result, most countries' central banks have continued to maintain high policy interest rates. The projections for 2024 indicate that the global economy is expected to continue to expand, following the recovery trend in manufacturing and international trade, consistent with increased orders in major industrial countries and higher inventory levels in the industrial sector over the past period. This is coupled with clearer signs of an upward cycle in the electronics goods sector starting from the second half of 2023.

However, the overall global economy is expected to slow down from 2023 due to the deceleration of major economies such as the US, Japan, and China. Meanwhile, the Eurozone economy is projected to gradually improve from the low expansion rate in the previous year. The NIEs and ASEAN economies are expected to expand better, following the growth in domestic demand and the recovery of exports in line with the global trade volume recovery trend. As for inflation trends in 2024, they are expected to ease further due to the tight monetary policies of central banks in the previous period. Under the fragile global economic recovery, major central banks are expected to start gradually shifting their monetary policy stance by reducing policy interest rates.

The economies of the ASEAN region continued to expand in the last quarter, driven by private consumption and the recovery of exports. Indonesia, Malaysia, and Vietnam witnessed an acceleration in their growth rates, expanding by 5.0%, 3.0%, and 6.7%, respectively, as compared to their previous quarter's growth rates of 4.9%, 3.3%, and 5.5%. The Philippine economy expanded by 5.6%, which is slightly lower than the 6.0% growth rate in

the preceding quarter. Inflationary pressures eased in most countries, and as a result, the central banks of Malaysia and Vietnam decided to keep their policy rates unchanged in Q4, while the central banks of Indonesia and the Philippines raised their rates to curb inflation and maintain exchange rate stability.

The Thai economy in Q4 2023 grew 1.7%, accelerating from 1.4% growth in Q3 2023. Private consumption, service exports, and private investment expanded at a higher rate, while exports of goods resumed growth. However, government consumption and investment declined. In the production sector, the accommodation & food service, wholesale & retail trade, and transportation & storage sectors continued expanding while manufacturing, agriculture and construction contracted. For the full year 2023, the Thai economy grew 1.9%, slowing from 2.5% growth in 2022.

Source: NESDC Economic Report on the Thai Economic Situation in Q4 2023, Full Year 2023 and Outlook for 2024, Press Conference on Monday, February 19, 2024 at 9:30 AM.

16.2 Overview of the Office Building Market in Bangkok

16.2.1 Summary of the Office Building Market in Bangkok

At the close of the fourth quarter of 2023, the supply of office space in Bangkok continued to expand, reaching 9.8 million square meters, reflecting a 1.0 percent increase from the previous quarter. In 2023, a total of 298,771 square meters of newly completed office space entered the market during the final quarter of the year. This surge in supply was attributed to the launch of five new office building projects with a combined leasable area of 99,911 square meters, namely: 1) Quant - Sukhumvit 25 Project, 2) Siam Pathumwan House Project, 3) P23 Office Building, 4) Enco Terminal Building, and 5) JLK Tower Building. Projections from the Colliers Thailand Research Department indicate that there are office buildings currently under construction, with completion anticipated within the next three years, boasting a cumulative leasable space exceeding 1.0 million square meters. Notably, 2024 may witness an influx of over 500,000 square meters of completed office space entering the market, as certain projects postponed their openings in the previous year due to construction delays and lower-than-expected pre-occupancy rates.

By the end of Q4 2023, the total occupied office space in Bangkok surpassed 8.7 million square meters, resulting in an overall occupancy rate of 88.5 percent, marking a 0.5 percent decrease from the preceding quarter. Forecasts from the Colliers Thailand Research Department suggest that the relocation trend towards office buildings offering superior standards may become more pronounced in 2024, with the anticipated opening of numerous new office

buildings. Consequently, existing tenants in older establishments are less inclined to renew their contracts, prompting some building owners to offer special rates and conditions in a bid to retain them.

The overall average asking price for office buildings across various levels and areas in Bangkok saw a 0.6 percent increase to 767.6 baht per square meter from the previous quarter, representing a 1.5 percent rise from the same period in the previous year. This uptick is attributed to the relatively higher rental prices of newly completed office buildings entering the market compared to those of existing structures in the area, consequently driving up the overall average rental price in the market. Notably, office buildings in the Lumpini area continue to command the highest rental rates, with an average offer price of 1,061 baht per square meter recorded at the close of the fourth quarter of 2023.

16.2.2 Summary of the Office Building Market in Ratchadaphisek / Rama 9 Area

At the conclusion of the fourth quarter of 2023, the total supply of office space in the Ratchadaphisek / Rama 9 area amounted to 1,241,195 square meters. Throughout 2023, there were no new office space introductions in this locale. Furthermore, it is anticipated that no new office buildings will be completed and commence operations in this area in 2024. Office buildings currently under construction and expected to commence operations in 2025 include:

1) AIA Ratchada 2 project: This 31-story office building, featuring commercial space, boasts a total area of 110,000 square meters. Office space spans floors 7 to 31, with a total leasable area of 44,000 square meters. Completion and commencement of operations are projected for 2025.

2) We Retail Ratchada project: Positioned along the roadside of Ratchadaphisek, this project commands a total investment value of 7,000 million baht. It comprises five floors of office space with a total leasable area of approximately 20,000 square meters. Similar to the AIA Ratchada 2 project, completion and commencement of operations are anticipated for 2025.

As of the end of the fourth quarter of 2023, total occupied office space in the Ratchadaphisek / Rama 9 area amounted to 1,079,113 square meters, translating to an occupancy rate of 86.9 percent. This represents a decrease of approximately 1.6 percent from the preceding year. The slight decrease in demand for office space in this area can be attributed to the economic slowdown, impacting some tenants. The average asking price for office space at all levels in the Ratchadaphisek / Rama 9 area at the end of the fourth quarter of 2023 stood at 728 baht per square meter per month, marking a 1.5 percent increase from the previous year. Over the past decade, office space rental offers in this area have increased by 48.5 percent, averaging 4.8 percent per year.

Considering Grade B office buildings exclusively, the bid price for renting office space in the Ratchadaphisek / Rama 9 area stood at 710 baht per square meter per month at the end of the fourth quarter of 2023, reflecting a 3.6 percent increase from the previous year. It is anticipated that rental prices will be subject to an approximate 2.1 percent adjustment in 2024.

16.2.3 Summary of the Office Building Market in Pattanakarn Road Area

As of the conclusion of Q4 2023, the total office space supply across all development locations remained constant at 106,608 square meters, spread across eight office buildings. Notably, the most recent addition to this market was the Thanya Park Srinakarin project. Since its introduction, there have been no new office building projects launched in this area, nor are there any developments under construction slated for future openings. Additionally, it has been observed that some office buildings along Pattanakarn Road have been reintroduced to the market in the past two years in an effort to attract tenants. Grade B office space dominates the total office space supply, comprising 98,439 square meters, accounting for 92.3 percent, followed by Grade C office space at 8,169 square meters, making up 7.6 percent of the total office space in this area. Interestingly, there are no Grade A office buildings developed in this locale.

As of the end of the fourth quarter of 2023, approximately 80,838 square meters of office space on Pattanakarn Road have been occupied, resulting in an occupancy rate of 75.8 percent. This marks a decrease of approximately 13.5 percent from the previous year. The average asking price for office space across all levels stands at 557 baht per square meter per month, indicating a decrease of 0.8 percent from the previous year. Over the past decade, rental prices have seen an increase of 23.3 percent, averaging 2.3 percent per year.

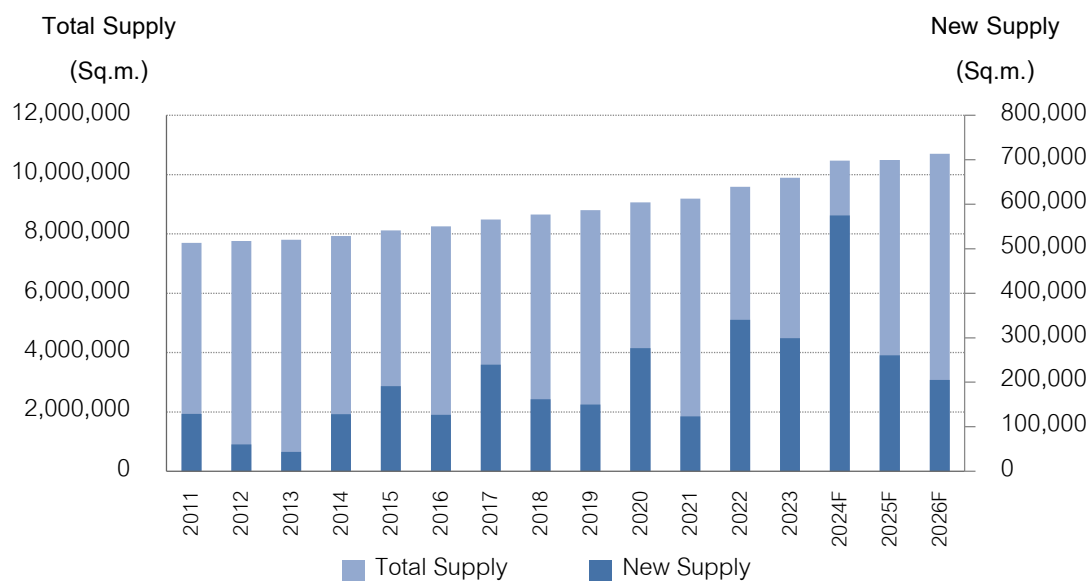
When considering Grade B office buildings exclusively, the offered rental price for office space in the Pattanakarn Road area is 557 baht per square meter, reflecting a 0.8 percent decrease from the previous year. It is anticipated that rental bids may experience a further decline of 2.5 to 5.0 percent in 2024, as some building owners are expected to continue offering discounts and special terms to attract new tenants and fill vacancies.

16.3 Office Building Market Overview in Bangkok

16.3.1 Supply

As of the fourth quarter of 2023, the supply of office space in Bangkok continues to expand, reaching 9.8 million square meters, representing a 1.0 percent increase from the previous quarter. Throughout 2023, a total of 298,771 square meters of newly completed office space entered the market, marking the culmination of various projects. Notably, five new office building projects contributed to this surge, collectively offering a leasable area of 99,911 square meters. These projects include: 1) Quant - Sukhumvit 25 Project, 2) Siam Pathumwan House Project, 3) P23 Office Building, 4) Enco Terminal Building, and 5) JLK Tower Building. The Colliers Thailand Research Department anticipates continued growth, with office buildings currently under construction expected to add over 1.0 million square meters of leasable area within the next three years. Looking ahead to 2024, an additional 500,000 square meters of completed office space may enter the market. However, delays in building openings have been observed in some projects due to construction setbacks and lower-than-anticipated pre-occupancy rates.

Office Space Supply in Bangkok, 2011 - 2026 (Forecast)



Source: Colliers Thailand Research Department

F : Forecast of total office space supply in 2024F-2026F.

According to the findings from the Colliers Thailand Research Department, a significant portion of the office building supply, comprising over 44.0 percent, is anticipated to be concentrated in the Central Business District (CBD). Furthermore, it was observed that more than 58.6 percent of office space currently under construction is situated in prime central business areas characterized by relatively high land prices, such as Witthayu Road, Ploenchit, Rama 4, Sukhumvit, Silom, or Sathorn. Additionally, historical data reveals the approval of environmental impact assessment reports for numerous office building projects in the past. Projects like the King Bridge Tower project, One Origin Sanam Pao project, and the Tenth Avenue Sukhumvit 10 project have swiftly progressed to construction following the approval of their environmental impact assessment reports. These developments are poised to contribute to the future influx of new office space into the market.

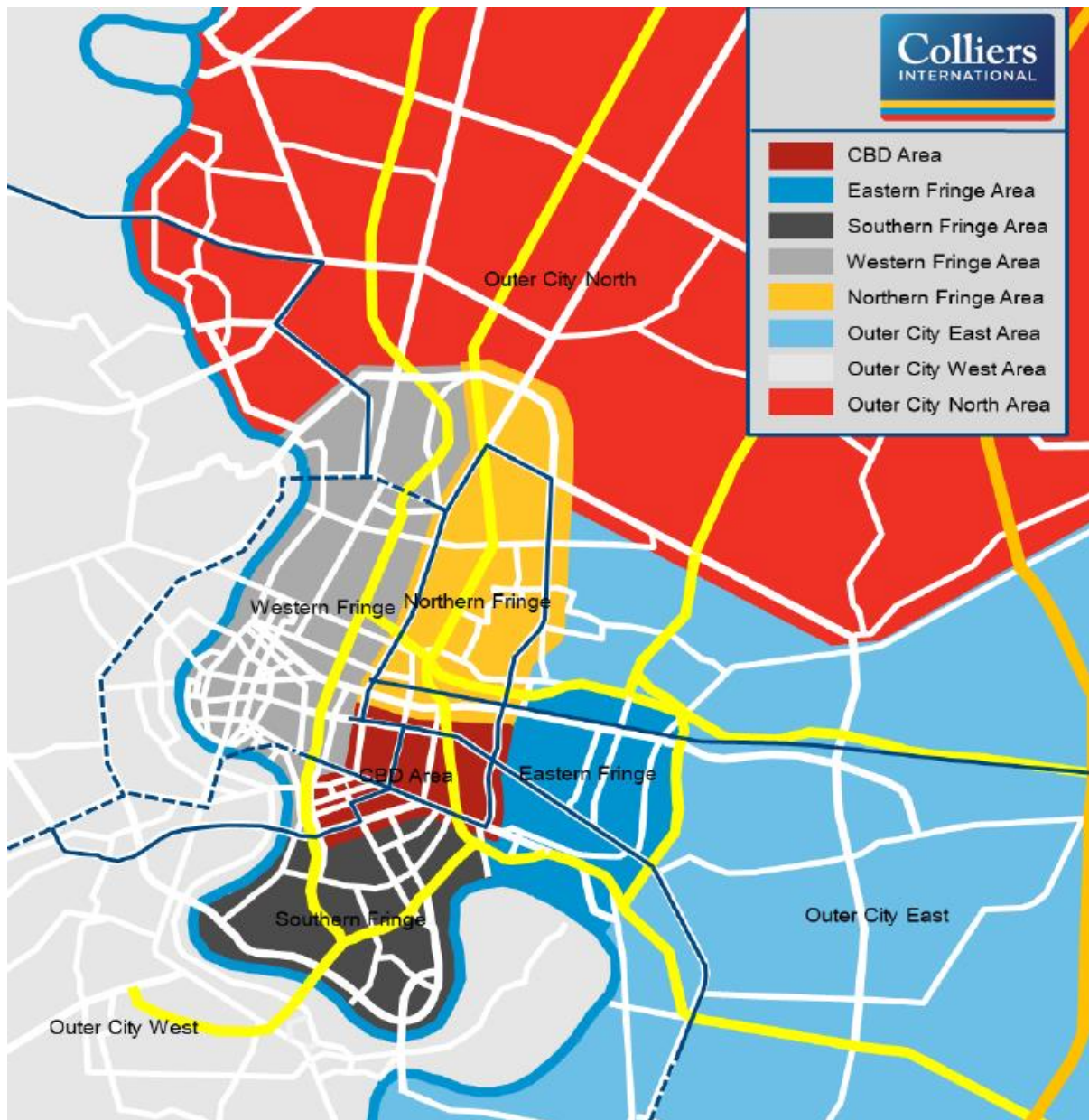
As of the end of 2023, the majority of the total office space supply in Bangkok was situated in the surrounding areas, comprising 45.3 percent. This was followed by central business areas, which accounted for 43.8 percent, while areas outside the city constituted 10.9 percent. Looking ahead to 2024, the research indicates that there are ongoing office building construction projects expected to be completed within the next three years, amounting to a total leasable area exceeding 1.0 million square meters. Specifically for 2024, it is projected that over 500,000 square meters of completed office space will enter the market. Some of these projects experienced delays in their launch due to construction setbacks, with approximately 66.2 percent of the office buildings under construction situated in the central business district. Additionally, a significant portion, approximately 97.1 percent, of these buildings are Grade A office spaces.

Projected Future Office Space Supply (2024 - 2026) in Square Meters

Year	Building	Grade	Location	CBD	Non-CBD	Area
2024	Punn Rama 4	Est.A	CBD	21,000	-	21,000
	Ratchayothin Hills	Est.A	Northern Fringe	-	19,000	19,000
	JRK Tower	Est.A	CBD	30,957	-	30,957
	Mochit Complex	Est.A	Northern Fringe	-	70,500	70,500
	One Phayathai	Est.A	Northern Fringe	-	7,000	7,000
	The Forestias	Est.A	Outer City East	-	21,000	21,000
	One Origin Sanampao	Est.A	Northern Fringe	-	36,135	36,135
	One Bangkok 1	Est.A	CBD	201,000	-	201,000
	One Bangkok 2	Est.A	CBD	99,750	-	99,750
	Cloud 111	Est.A	Eastern Fringe	-	12,000	12,000
	Ramkhamhaeng Hills	Est.A	Eastern Fringe	-	12,082	12,082
	Oks Tower Ekkamai	Est.A	Eastern Fringe	-	4,400	4,400
	Supalai Icon	Est.A	CBD	24,063	-	24,063
	Sukhumvit Hills	Est.A	Eastern Fringe	-	9,800	9,800
	APAC Tower	Est.A	Eastern Fringe	-	32,500	32,500
	Thaizhong Tower	Est.B	Outer City East	-	18,600	18,600
	M Tower 2	Est.B	Outer City North	-	30,000	30,000
Total				376,770	273,017	649,787
2025	One Bangkok 3	Est.A	CBD	70,750	-	70,750
	One Bangkok 4	Est.A	CBD	78,750	-	78,750
	Dusit Central Park	Est.A	CBD	90,000	-	90,000
	V Tower Office Building	Est.A	Eastern Fringe	-	12,500	12,500
	Boonmitr Silom	Est.A	CBD	15,403	-	15,403
	We Retail Ratchada	Est.A	Northern Fringe	-	20,000	20,000
	AIA Ratchada 2	Est.A	Northern Fringe	-	44,000	44,000
Total				254,903	76,500	331,403
2026	Betagro Tower 2	Est.B	Outer City North	-	30,000	30,000
	10 th Avenue	Est.A	CBD	28,226	-	28,226
	V one Tower	Est.A	Outer City North	-	38,000	38,000
	CPN Siamsquare	Est.A	CBD	25,000	-	25,000
	One Origin Sukhumvit 79	Est.A	Eastern Fringe	-	9,500	9,500
	One Origin Sukhumvit 68	Est.A	Eastern Fringe	-	6,000	6,000
	PNP Tower	Est.A	Southern Fringe	-	11,817	11,817
Total				53,226	95,317	148,543
Grand Total				684,899	444,834	1,129,733

Source: Colliers Thailand Research Department

Map illustrating the delineation of study regions.

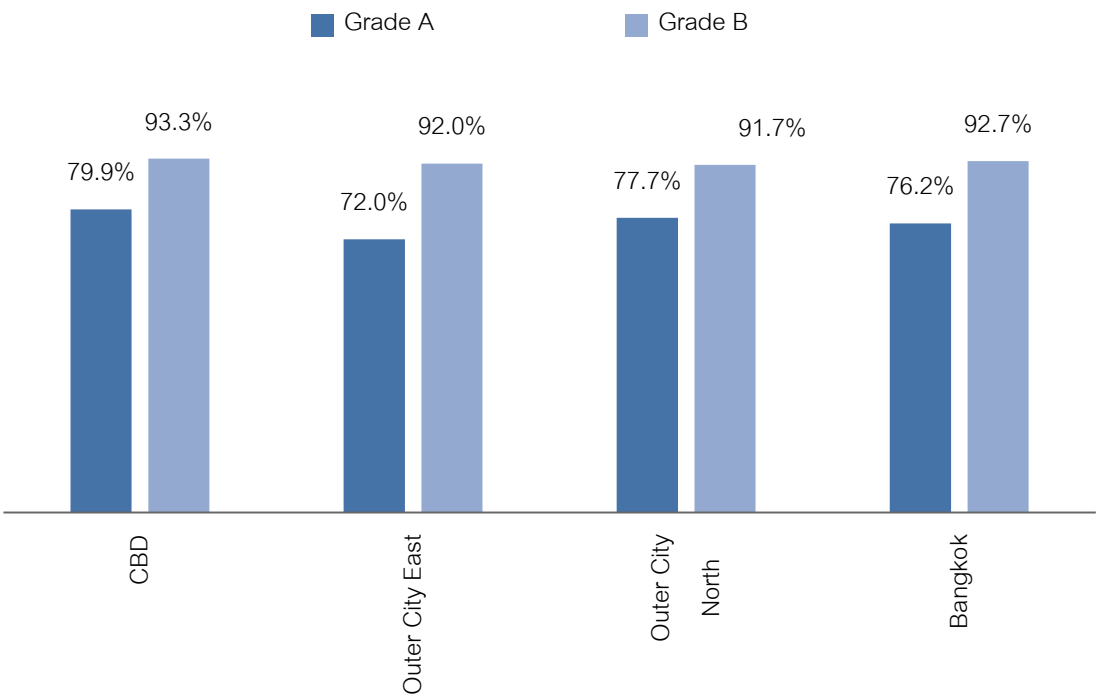


Source: Colliers Thailand Research Department

16.3.2 Demand

In Q4 2023, the total occupied office space in Bangkok surpassed 8.7 million square meters, resulting in an overall occupancy rate of 88.5 percent, marking a decrease from the previous quarter by 0.5 percent. Colliers Thailand Research forecasts a notable uptick in the trend towards relocating to office buildings offering superior standards in 2024, driven by the anticipated opening of numerous new office developments next year. As a consequence, tenants in existing older buildings may exhibit reduced inclination to renew their contracts. Consequently, some developers are offering special rates and terms to retain their current tenants, while others are undertaking significant renovations to enhance their attractiveness to potential tenants. Such initiatives are deemed crucial for bolstering competitiveness. Colliers Thailand Research underscores the importance of prioritizing the promotion of enhanced amenities and workspace quality to drive sustained increases in occupancy rates over the long term.

Occupancy rates in Bangkok at the end of the 4th quarter of 2023



Source: Colliers Thailand Research Department

Colliers Thailand Research has observed a continuous improvement in the demand for new office space over the past quarter. During this period, more than 37,000 square meters of new office space were utilized. In total, the usage of new office space in Bangkok in 2023 amounted to 173,348 square meters, with a significant portion being occupied by foreign companies, consumer products groups, coworking space businesses, online marketing companies, and developers themselves. These entities are still actively seeking office space in both the city center and surrounding areas that offer easy accessibility and reasonable rental prices.

While many entrepreneurs previously believed that the office building market could maintain satisfactory returns, especially compared to other types of rental businesses, amidst the COVID-19 pandemic, Colliers Thailand Research has found that the demand for new office space in Bangkok has remained robust. It is expected that in 2024, the utilization of new office space in Bangkok may surpass 216,000 square meters, indicating a steady upward trend in demand. Analyzing the anticipated supply of over 500,000 square meters of new office space next year, Colliers Thailand Research has discovered that more than 40.0 percent of the newly constructed office buildings have already secured tenants. Furthermore, there has been a noticeable improvement in the demand for office space, particularly from foreign clients, since the last quarter of the previous year.

Looking ahead, Colliers Thailand Research notes that recently opened office buildings, such as One Bangkok Building, a Grade A office building in the Lumpini area, have received positive responses from tenants. With more than 50.0 percent of the total rental area of over 95,000 square meters already reserved within just one year of opening, this suggests a promising outlook for modern office spaces that meet the appropriate criteria.

Colliers Thailand Research Department anticipates an uptick in demand for new office space in 2024. This expectation is rooted in the observed trend of improving demand for new space since the latter half of the previous year. Additionally, the impending launch of new supply in the coming year, coupled with the attractiveness of many forthcoming buildings situated in promising locations, is likely to stimulate demand. The quality of these buildings and their appeal to tenants could further bolster demand for new office space. However, it's worth noting that the overall inventory of vacant rental space continues to trend upwards, a pattern observed since mid-2020 across many office buildings. This trend can be attributed to various factors, including tenants seeking to return or downsize their rented space to mitigate business costs, as well as the growing trend of remote work. As many companies reevaluate the purpose of office space, viewing it not just as a site for collaboration but also as a locus for fostering

flexible organizational cultures, optimizing workspace efficiency becomes increasingly imperative. Moreover, in this scenario, larger tenants commanding significant office areas hold considerable negotiating leverage, enabling them to secure more favorable terms from building owners.

16.3.3 Rental Rates

The overall average asking price for office buildings across all levels and areas in Bangkok experienced a modest increase of 0.6 percent, reaching 767.6 baht per square meter compared to the previous quarter. This uptick can be attributed to the relatively higher rental prices of newly completed office buildings entering the market, surpassing those of existing properties. Consequently, the market's average rental price saw an overall increase. Notably, office spaces in the Lumpini area maintained their status as commanding the highest rental prices. At the close of the fourth quarter of 2023, the average rental offer price in this area stood at 1,061 baht per square meter, underscoring the unique market dynamics observed in key areas like Ploenchit, Chidlom, and Rama 4. Grade A office buildings in the central business district adjusted their average asking price to 1,098 baht, reflecting a 0.2 percent increase from the previous quarter. This recent uptick in average rental prices can be attributed to the completion of new office building projects in the Lumpini area and the subsequent opening of new services. The Colliers Thailand Research Department has observed numerous instances of developers renovating office buildings to generate interest in vacant rental spaces awaiting occupancy. Some developers are offering higher commissions to agencies and attractive rental prices to entice new tenants, along with special discounts for those seeking larger rental spaces. However, despite the advertised rental offer prices, the actual closing price is often negotiated to be lower, typically ranging between 10.0 to 30.0 percent below the initial offer price. This variance in negotiation largely depends on factors such as the size of the rental space and prevailing rental rates in each building. Buildings with higher rental rates may see less flexibility in negotiating closing prices, whereas those with lower rates may offer greater room for negotiation as owners seek to fill vacant spaces.

Looking ahead, the Colliers Thailand Research Department predicts that new office buildings in the Lumpini area slated for opening next year will command rental prices surpassing 1,400 baht per square meter. Consequently, the average rental price of office space in this area is expected to continue its upward trajectory.

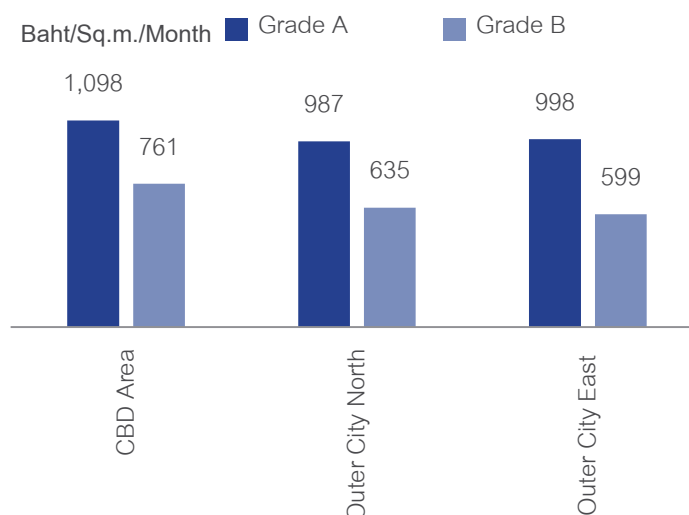
16.4 Office Building Market Overview in the Ratchadaphisek / Rama 9 areas

16.4.1 Supply

According to the Colliers Thailand Research Department, the total supply of office space in the Ratchadaphisek / Rama 9 area stood at 1,241,195 square meters at the close of the 4th quarter of 2023. Throughout 2023, there was no new supply of office space introduced in this area. Additionally, there are no anticipated completions of office buildings or new services in the region for 2024. Currently, the only office building under construction and expected to commence operations by 2025 is the AIA Ratchada 2 project. This establishment, featuring 31 floors and a total area of 110,000 square meters, includes commercial space. Occupying floors 7 to 31, it offers 44,000 square meters of office space. Construction is projected to conclude, and services are expected to commence in 2025. Furthermore, the We Retail Ratchada Project, situated on Ratchadaphisek Road, commands a total investment value of 7,000 million baht. Comprising a 5-story office space, this development offers an approximate leasable area of 20,000 square meters. Similar to the AIA Ratchada 2 project, construction is anticipated to wrap up, with services set to commence in 2025.

In analyzing the total cumulative office space supply of 1,241,195 square meters, it was observed that Grade B office space constitutes the majority, comprising 818,773 square meters, which accounts for 66.0 percent. Following Grade B, Grade A office space encompasses 272,586 square meters, representing 22.0 percent of the total. Additionally, Grade C office spaces amount to approximately 149,836 square meters, constituting 12.0 percent of the overall office space in this area.

Average Rental Rate, segmented by area, at the end of the 4th quarter of 2023



Source: Colliers Thailand Research Department

Please note that the rental prices provided by Colliers Thailand's research department are average figures and may differ from the actual closing prices. Generally, the actual closing price tends to be approximately one percent lower than the asking price, with variances ranging from 10.0 to 30.0 percent. These variations primarily depend on factors such as the size of the rental space and the prevailing rental rates in each specific building.

16.4.2 Demand

Demand for office space in the Ratchadaphisek / Rama 9 area saw a slight decline by the end of the 4th quarter of 2023, with total occupied space amounting to 1,079,113 square meters, reflecting an occupancy rate of 86.9 percent. This marks a decrease of approximately 1.6 percent compared to the previous year. The decline in demand can be attributed to the broader economic slowdown, which has impacted some tenants, leading to requests for space reduction or cancellations. Additionally, there is a trend among companies to modernize their rental spaces, often by downsizing or seeking more cost-effective options in nearby areas. Despite the economic challenges, Grade B and Grade C office buildings in the Ratchadaphisek / Rama 9 area have experienced increased occupancy rates as tenants opt for newer office spaces to replace older ones.

Colliers Thailand Research Department discovered that Grade C office space had the highest utilization rate at the end of the 4th quarter of 2023, constituting 99.1 percent of all office space. This category represents single-grade office buildings, with no decrease in space utilization observed. Only 1,320 square meters of vacant space remain,

awaiting rental. The scarcity of Grade C office space in this area, coupled with its relatively low average rental price compared to higher-grade office buildings, makes it an attractive option for tenants seeking cost control. Grade A office space follows closely, with 89.3 percent of the space utilized, leaving 29,114 square meters available for rental. Grade B office space utilization stands at 83.9 percent. The research also notes that Grade A office buildings in the Ratchadaphisek / Rama 9 area have more space available for rental, mainly due to some large tenants opting not to renew their leases. Conversely, Grade B office buildings have experienced higher rental rates, as tenants have shifted to newer office buildings as replacements.

16.4.3 Rental Rate

In the Ratchadaphisek / Rama 9 area, the average rental price for all levels of office space at the end of the 4th quarter of 2023 stood at 728 baht per square meter per month. This marked a 1.5 percent increase from the previous year. The uptick in rental prices was partly attributed to adjustments in the rental rates of many office buildings, resulting in an overall increase in rental prices across the area. However, when compared to the overall average rental price in other areas of Bangkok, which saw a 1.3 percent increase, it underscores the robustness of the office space market in the Ratchadaphisek / Rama 9 areas, which continues to exhibit growth despite the broader trend in Bangkok's office space market.

According to the findings from Colliers Thailand Research Department, by the end of the 4th quarter of 2023, the asking price for Grade A office space in the Ratchadaphisek/Rama 9 area stood at 1,075 baht per square meter, marking a 3.0 percent decrease from the previous year. Conversely, the proposed rental price for Grade B office space saw an increase, reaching 710 baht per square meter, up by 3.6 percent from the previous year. Similarly, the offered price for renting Grade C office space rose to 446 baht per square meter, reflecting a 5.4 percent increase from the previous year.

16.4.4 Rent Adjustment

Rent adjustments over the past decade have shown a cumulative increase of 48.5 percent, averaging 4.8 percent per year overall. In 2023, there was a notable deviation in rental price adjustments compared to the overall market trend. Many office buildings saw increases in their rental rates, attributed to higher market rates prompting building owners to adjust accordingly. Particularly for Grade B and Grade C office buildings, rental prices surged by 3.0-5.0 percent on average, while some Grade A office buildings experienced slight reductions due to non-renewal of

leases by certain tenants, resulting in increased available space awaiting rental. Looking ahead to 2024, Colliers Thailand Research Department predicts Grade B and Grade C office buildings will continue to be the most adaptable. In 2023, many tenants sought relief from high rental burdens by exploring alternative office spaces beyond Grade A, often in nearby locations with comparable amenities. Some tenants even relinquished large rental spaces in the city center in favor of new accommodations. For the Ratchadaphisek/Rama 9 area, this trend presents a promising opportunity for Grade B and C office buildings to capitalize on potential rental price increases in 2024.

16.4.5 Market trends

The current average rental rate, though still relatively high, has seen a slight decline compared to the previous year, during which it exceeded 88.5 percent. Despite this, Colliers Thailand Research Department suggests that the average rental rate may rise in 2024. This is attributed to the ongoing demand for rental space in the Ratchadaphisek/Rama 9 area, which remains popular among foreign tenants and leading Thai companies anticipating future business expansions. Regarding market trends, no new office spaces are expected to be completed and operational in the Ratchadaphisek/Rama 9 area in 2024. However, subsequent years will witness the completion of projects such as AIA Ratchada 2, contributing significantly to the area's office space supply. The influx of new supply has led to a notable decrease in the overall occupancy rate. Additionally, the development plan for the Super Tower project, which was temporarily put on hold following Central Pattana Public Company Limited's acquisition of Grand Canal Land Public Company Limited, is expected to resume. This development is anticipated to revitalize the office space market in the Ratchadaphisek/Rama 9 area, leading to a continuous increase in land prices, currently exceeding 1.1 million baht per square wa. Regarding rental prices, adjustments are expected to continue for Grade B and Grade C office buildings. Conversely, Grade A office buildings may face challenges due to the anticipated increase in future supply combined with declining occupancy rates in many buildings. This could prompt building owners to maintain or even lower rental prices to attract new tenants and fill previously vacant spaces.

16.5 Office Building Market Overview in the Pattanakarn areas

16.5.1 Supply

At the close of Q4 2023, the aggregate supply of office space across all development zones stood unchanged at 106,608 square meters, spanning 8 office buildings. Notably, the most recent addition to this supply was the Thanya Park Srinakarin project. Since then, no new office building projects have commenced in this vicinity, nor are any under development for future opening. Moreover, a noteworthy trend emerged: certain office buildings along Pattanakarn Road have been re-marketed over the past two years to attract prospective tenants. Analyzing the composition of this office space supply, Grade B office space dominated, constituting 98,439 square meters, or 92.3 percent of the total. Following closely, Grade C office space occupied 8,169 square meters, accounting for 7.6 percent. Notably, there were no Grade A office buildings developed within this area.

16.5.2 Demand

By the conclusion of the 4th quarter of 2023, on Pattanakarn Road, 80,838 square meters of office space had been utilized, resulting in an occupancy rate of 75.8 percent—a decline of 13.5 percent compared to the previous year. Additionally, there was an excess of available space due to some tenants returning space and new tenants failing to occupy the vacant areas. Notably, Grade C office space exhibited the highest utilization rate, encompassing 100.0 percent of the total office space. Following closely was Grade B office space, with 73.8 percent of the space occupied, leaving an additional 25,770 square meters of office space awaiting tenancy.

16.5.3 Rental Rates

The proposed average rental price for all levels of office space in the Pattanakarn Road area at the close of the 4th quarter of 2023 was 557 baht per square meter, marking a 0.8 percent decrease from the preceding year. This slight decline in the average rental price for Grade B office space on Pattanakarn Road is notable as it represents the first decrease in several years. The limited supply of rental space in this area compared to other parts of Bangkok, coupled with minimal vacant space awaiting occupancy, contributed to this trend. However, despite the decrease, the vacant space increased by over 10.0 percent in the past year, prompting some building owners to adjust prices downwards in a bid to attract new tenants. Grade C office space in the area is fully occupied as it is solely utilized for internal purposes by the developers, with no commercial rental offerings. Consequently, the rental rate remains unchanged. On the other hand, the rental offer price for Grade B office buildings decreased due to

non-renewals of leases and tenants returning space, resulting in an increase in available space awaiting rental. In some office buildings where occupancy rates remain low, proposed rental prices are expected to decrease from 450 to 650 baht per square meter per month. However, the actual final price may be lower, ranging from 300 to 350 baht per square meter per month, as building owners endeavor to secure new tenants or adjust rates upwards. To stimulate tenant interest, building owners are offering rental price discounts of over 30.0 percent, with potential for further reductions of 30.0 to 45.0 percent for tenants seeking large spaces or multiple floors.

16.5.4 Rent Adjustment

Over the past decade, the asking price for renting office space on Pattanakarn Road has observed a cumulative increase of 23.3 percent, averaging 2.3 percent annually. However, in 2023, this trend experienced a decline compared to the preceding year, influenced by several adverse factors. Specifically, the average bid price for Grade B office space in the Pattanakarn Road location witnessed a decrease. Looking ahead to 2024, Colliers Thailand Research Department projects a potential further decrease of approximately 2.5 to 5.0 percent in this regard.

16.5.5 Market trends

Real estate developers have shown a keen interest in developing condominium projects and predominantly housing developments along Phatthanakan Road. This is primarily due to the significant adjustment in land prices over the past decade, as indicated by the Treasury Department's land assessment prices for the years 2023 to 2026, ranging from an estimated 60,000 to 170,000 baht per square wa, marking a 21.4 percent increase from the period of 2016 to 2019, where prices ranged from 60,000 to 140,000 baht per square wa. Despite this, Phatthanakan Road is not considered a prime location for the development of commercial office buildings. Colliers Research Department Thailand discovered that by the end of the 4th quarter of 2023, there were only 8 office building projects in this area, with no ongoing or future projects slated for launch. Consequently, the supply of office space in this area remains limited, with only about 25,770 square meters of vacant space awaiting rental, comparatively small to other areas in Bangkok. Rental prices have undergone considerable adjustments over the years, but 2023 saw a stagnation in rental price adjustments due to various negative factors. Looking ahead to 2024, a major concern for building owners will be retaining existing tenants to maintain occupancy rates and finding replacements for office buildings with relatively low occupancy rates. This poses a challenging dilemma for office building owners in 2024. Failure to

secure lease renewals from existing tenants and attract new tenants may result in a substantial increase in vacant space awaiting rental and a continued decline in the overall average rental price. Despite the challenges, Colliers Thailand Research Department anticipates the potential for growth in the market for office space in this area due to its low supply and absence of future developments. However, it underscores the necessity for office building owners to devise new strategies to retain existing tenants and attract new ones in the challenging period ahead from 2023 to 2024.

17. Opinion of the Trustee for the REIT's Operation



หลักทรัพย์จัดการกองทุนกรุงไทย
Krungthai Asset Management

Opinion of the Trustee

To Trust unitholders of Bualuang Office Leasehold Real Estate Investment Trust

I, Krung Thai Asset Management Public Company Limited, as the Trustee of Bualuang Office Leasehold Real Estate Investment Trust ("the Trust"), has supervised and monitored the management of the Trust managed by BBL Asset Management Company Limited for the accounting period from 1st January 2023 to 31st December 2023.

I am of the opinion that BBL Asset Management Company Limited has reasonably and appropriately performed its duties in managing the Trust in accordance with the objectives specified in the Trust Deed, the prospectus and provisions under Securities and Exchange Act B.E. 2535, and Trust for Transactions in Capital Market Act B.E.2550.

Trustee

Krung Thai Asset Management Public Company Limited

(Mr. Piraj Migasena)

Executive Vice President

Krung Thai Asset Management Public Company Limited

13 March 2024

Property & Infrastructure Fund and Trust Business Dept

Tel : +66 2686-6100 Ext. 6149, 6151, 6449



18. Financial statements for the year ended 31 December 2023
and Independent Auditor's Report

**Bualuang Office Leasehold Real Estate
Investment Trust**

Financial statements for the year ended
31 December 2023
and
Independent Auditor's Report



KPMG Phoomchai Audit Ltd.
50th Floor, Empire Tower
1 South Sathorn Road, Yannawa
Sathorn, Bangkok 10120, Thailand
Tel +66 2677 2000
Fax +66 2677 2222
Website home.kpmg/th

บริษัท เคพีเอ็มจี ภูมิไชย สอบบัญชี จำกัด
ชั้น 50 เอ็มไพร์ทาวเวอร์
1 ถนนสาทรใต้ แขวงยานนาวา
เขตสาทร กรุงเทพฯ 10120
โทร +66 2677 2000
แฟกซ์ +66 2677 2222
เว็บไซต์ home.kpmg/th

Independent Auditor's Report

To the Unitholders of Bualuang Office Leasehold Real Estate Investment Trust

Opinion

I have audited the financial statements of Bualuang Office Leasehold Real Estate Investment Trust (the Trust), which comprise of the statement of financial position and details of investments as at 31 December 2023, the statements of comprehensive income, changes in net assets and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In my opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Trust as at 31 December 2023, and its financial performance, changes in net assets and cash flows for the year then ended in accordance with the accounting guidance for Property Funds, Real Estate Investment Trusts, Infrastructure Funds and Infrastructure Trusts issued by the Association of Investment Management Companies as approved by The Securities and Exchange Commission.

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 Trust in accordance with the *Code of Ethics for Professional Accountants including Independence Standards* issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that is relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matter

Key audit matter is those matters that, in my professional judgment, were of most significance in my audit of the financial statements of the current period. This 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 this matter.



Valuation of investments in leasehold properties	
Refer to Notes 3 (a) and 6 to the financial statements.	
The key audit matter	How the matter was addressed in the audit
<p>Investments in leasehold properties are measured at fair value and are material to the Trust's financial statements. The fair value of investments in leasehold properties is estimated by income approach using discounted future cash flows based on future operating results of each property. The Trust engaged independent external valuers to assist in valuing the fair value of these investments.</p> <p>Identification and assessment of the fair value require significant judgment in determining the key assumptions. This is an area that my audit is particularly concentrated on.</p>	<p>My audit procedures included</p> <ul style="list-style-type: none"> • understanding and evaluating the basis upon which the Trust identified and assessed the fair value. • evaluating the independence, qualifications and competence of valuers of the Trust and read the terms of engagement letter between the valuer and the Trust. • evaluating the appropriateness of the measurement basis and key assumptions used for estimating the value by comparing them against available industry data, considering the reasonableness of significant change in the fair value from prior year, sampling checked the relevant documents, and recomputing the valuation based on the discounted cash flows. • considering the adequacy of the disclosures in accordance with Thai Financial Reporting Standards.

Other Information

The REIT 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 REIT manager and request that the correction be made.



The REIT manager's responsibility for the Financial Statements

The REIT manager is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting guidance for Property Funds, Real Estate Investment Trusts, Infrastructure Funds and Infrastructure Trusts issued by the Association of Investment Management Companies as approved by The Securities and Exchange Commission, and for such internal control as REIT manager determines 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, REIT manager is responsible for assessing the Trust'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 REIT manager either intends to liquidate the Trust 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 skepticism 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 Trust's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by REIT manager.
- Conclude on the appropriateness of REIT 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 Trust'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 Trust 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 REIT 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 REIT 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, actions taken to eliminate threats or safeguards applied.

From the matters communicated with REIT 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 matter. 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.

A handwritten signature in blue ink, appearing to read 'S. M.', with a stylized flourish above the letters.

(Sujitra Masena)
Certified Public Accountant
Registration No. 8645

KPMG Phoomchai Audit Ltd.
Bangkok
23 February 2024

Bualuang Office Leasehold Real Estate Investment Trust

Statement of financial position

		31 December	
	<i>Note</i>	2023	2022
		<i>(in Baht)</i>	
<i>Assets</i>			
Investments in leasehold properties at fair value	6	4,242,168,661	4,722,357,711
Investments measured at fair value through profit or loss	7	184,586,072	276,729,814
Cash and cash equivalents	5, 8	112,971,828	121,701,480
Receivables on accrued rental and service income	4, 5	128,793,867	24,854,300
Receivables on accrued other income		9,640,755	8,352,981
Receivables on accrued interest income	5	8,381	74,077
Deferred expenses	9	-	52,232
Refundable deposits		11,832,700	10,523,200
Other assets	5	7,863,828	16,132,737
Total assets		4,697,866,092	5,180,778,532
<i>Liabilities</i>			
Trade accounts payable	5	26,499,133	24,971,868
Other payables and accrued expenses	5	45,437,905	48,996,455
Rental and service income received in advance	5	4,328,349	25,422,425
Deposits from rental and services	5	129,863,532	131,058,606
Long-term borrowings	5, 10	818,800,000	869,400,000
Other liabilities		7,740,780	1,996,124
Total liabilities		1,032,669,699	1,101,845,478
Net assets		3,665,196,393	4,078,933,054
<i>Net assets</i>			
Trust registered capital	11	3,581,306,160	3,620,030,160
Capital from trust unitholders	11	3,581,306,160	3,620,030,160
Retained earnings	12	83,890,233	458,902,894
Net assets		3,665,196,393	4,078,933,054
Net asset value per unit		9.9381	11.0600
Number of trust units issued at the end of the year <i>(units)</i>		368,800,000	368,800,000

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust
Detail of investments

Type of investments	Areas held by the Trust	31 December 2023			31 December 2022		
		Cost (in Baht)	Fair value (in Baht)	Percentage of investments (%)	Cost (in Baht)	Fair value (in Baht)	Percentage of investments (%)
Investments in leasehold properties (Note 6)							
Leasehold rights on land, office buildings and its component parts under 2 projects							
1. True Tower 1 project							
Location	18, Ratchadapisek Road, Kwang Huai Khwang, Khet Huai Khwang Bangkok 10310						
Leasehold rights on land, office building and its component parts including leasable areas, common areas and parking areas	63,615 sq.m.	2,721,859,000			2,721,859,000		
Tool, fixtures, equipment and utility systems		228,950,731			227,729,281		
		2,950,809,731	2,984,642,346	67.42	2,949,588,281	2,947,882,771	58.97

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust
Detail of investments (Continued)

Type of investments	Areas held by the Trust	31 December 2023				31 December 2022			
		Cost	Fair value (in Baht)	Percentage of investments (%)		Cost	Fair value (in Baht)	Percentage of investments (%)	
2. True Tower 2 project									
<u>Location</u> 1252, 1252/1 - 1252/3,									
Pattanakarn Road, Kwang Suan Luang,									
Khet Suan Luang, Bangkok 10250									
Leasehold rights on land, office building and its component parts including leasable areas, common areas and parking areas	41,417 sq.m.	1,417,325,000				1,417,325,000			
Tool, fixtures, equipment and utility systems		221,016,879				220,428,379			
		1,638,341,879	1,257,526,315	28.41		1,637,753,379	1,774,474,940	35.49	
Total investments in leasehold properties		4,589,151,610	4,242,168,661	95.83		4,587,341,660	4,722,357,711	94.46	

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust
Detail of investments (Continued)

Type of investments/ Issuer	Maturity date	Interest rate (% per annum)	31 December 2023			31 December 2022		
			Face value (in Baht)	Fair value (in Baht)	Percentage of investments (%)	Principle/ Face value (in Baht)	Fair value	Percentage of investments (%)
Investments measured at fair value through profit or loss (Note 7)								
Fixed deposits								
CIMB Thai Bank Public								
Company Limited	10 March 2023	0.55	-	-	-	70,000,000	70,000,000	1.40
Bond								
Bank of Thailand Bond, no. 1/364/65	5 January 2023	-	-	-	-	40,000,000	39,995,836	0.80
Bank of Thailand Bond, no. 2/364/65	2 February 2023	-	-	-	-	52,000,000	51,953,445	1.04
Bank of Thailand Bond, no. 3/364/66	7 March 2024	-	30,000,000	29,889,205	0.68	-	-	-
Bank of Thailand Bond, no. 5/364/66	9 May 2024	-	78,000,000	77,387,166	1.75	-	-	-
Bank of Thailand Bond, no. 8/364/66	1 August 2024	-	40,000,000	39,465,319	0.89	-	-	-

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust
Detail of investments (Continued)

Type of investments/ Issuer	Maturity date	Interest rate (% per annum)	31 December 2023			31 December 2022		
			Face value (in Baht)	Fair value (in Baht)	Percentage of investments (%)	Principle/ Face value (in Baht)	Fair value	Percentage of investments (%)
Investments measured at fair value								
through profit or loss (Note 7)								
Treasury bill								
Treasury bill no. 20/182/65	4 January 2023	-	-	-	-	25,000,000	24,998,048	0.50
Treasury bill no. 23/182/65	15 February 2023	-	-	-	-	50,000,000	49,942,460	1.00
Treasury bill no. 3/182/66	10 May 2023	-	-	-	-	20,000,000	19,925,268	0.40
Treasury bill no. 4/182/66	24 May 2023	-	-	-	-	20,000,000	19,914,757	0.40
Treasury bill no. 25/182/66	13 March 2024	-	38,000,000	37,844,382	0.85	-	-	-
Total investments measured at fair value								
through profit or loss			186,000,000	184,586,072	4.17	277,000,000	276,729,814	5.54
Total investments			4,775,151,610	4,426,754,733	100.00	4,864,341,660	4,999,087,525	100.00

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust

Statement of comprehensive income

		For the year ended 31 December	
	Note	2023	2022
		(in Baht)	
Income	5		
Rental and service income	16	604,346,639	593,305,699
Interest income		3,130,843	786,816
Other income		10,508,510	11,213,973
Total income		617,985,992	605,306,488
Expenses			
Management fees	5, 13	13,247,410	13,769,319
Trustee fees	5, 13	8,600,653	8,872,046
Registrar fees	13	1,215,530	1,177,523
Property management fees	5, 13	55,667,910	53,872,931
Professional fees		1,586,100	1,556,155
Amortisation of deferred expenses	9	52,232	529,575
Costs of rental and services	5	153,360,308	141,944,769
Administration expenses		2,444,415	11,741,393
Finance costs	5	48,309,376	38,819,381
Total expenses		284,483,934	272,283,092
Net profit on investments		333,502,058	333,023,396
Net (loss) gain on investments			
Net (loss) gain on changes in fair value of investments in leasehold properties	6	(481,999,001)	83,799,910
Net gain on changes in fair value of investments measured at fair value through profit or loss	7	6,828	14,477
Total net (loss) gain on investments		(481,992,173)	83,814,387
Net (decrease) increase in net assets resulting from operations		(148,490,115)	416,837,783

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust

Statement of changes in net assets

		For the year ended	
		31 December	
	<i>Note</i>	2023	2022
		<i>(in Baht)</i>	
<i>(Decrease) increase in net assets resulting from operations during the year</i>			
Net profit on investments		333,502,058	333,023,396
Net (loss) gain on changes in fair value of investments in leasehold properties	6	(481,999,001)	83,799,910
Net gain on changes in fair value of investments measured at fair value through profit or loss	7	6,828	14,477
<i>(Decrease) increase in net assets resulting from operations during the year</i>		(148,490,115)	416,837,783
Distribution to trust unitholders	14	(226,522,546)	(266,546,814)
Capital return to trust unitholders	11	(38,724,000)	-
<i>(Decrease) increase in net assets during the year</i>		(413,736,661)	150,290,969
Net assets at 1 January		4,078,933,054	3,928,642,085
Net assets at 31 December		3,665,196,393	4,078,933,054

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust

Statement of cash flows

	Note	For the year ended	
		31 December	
		2023	2022
		<i>(in Baht)</i>	
<i>Cash flows from operating activities</i>			
Net (decrease) increase in net assets resulting from operations		(148,490,115)	416,837,783
<i>Adjustments to reconcile increase (decrease) in net assets from</i>			
<i>resulting from operations to net cash from operating activities:</i>			
Acquisitions of investments in leasehold properties		(14,045,193)	(3,963,916)
Purchases of investments	7	(539,553,154)	(642,017,215)
Disposal of investments	7	634,000,000	574,054,665
Amortisation of deferred expenses	9	52,232	529,575
Amortisation of discount on investments in bonds	7	(2,296,276)	(730,382)
Increase in receivables on accrued rental and service income		(103,939,567)	(10,044,105)
(Increase) decrease in receivables on accrued other income		(1,287,774)	9,250,861
Increase in deposits		(1,309,500)	-
Decrease (increase) in other assets		8,268,909	(3,121,273)
Increase in trade accounts payable		4,753,594	7,049,944
Increase (decrease) in other payables and accrued expenses		2,219,205	(24,856,293)
(Decrease) increase in rental and service income received in advance		(21,094,076)	2,153,190
(Decrease) increase in deposits from rental and services		(1,195,074)	23,956,205
Increase in other liabilities		5,744,656	157,649
Interest income		(834,567)	(786,816)
Interest received		900,262	769,045
Finance costs		48,309,376	38,819,381
Net loss (gain) on changes in fair value of investments in leasehold properties	6	481,999,001	(83,799,910)
Net gain on changes in fair value of investments measured			
at fair value through profit or loss	7	(6,828)	(14,477)
Net cash from operating activities		352,195,111	304,243,911

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust
Statement of cash flows (Continued)

		For the year ended	
		31 December	
	<i>Note</i>	2023	2022
		<i>(in Baht)</i>	
<i>Cash flows from financing activities</i>			
Interest paid		(45,078,217)	(38,557,956)
Repayment of long-term borrowings	10	(50,600,000)	(50,600,000)
Distribution to trust unitholders	14	(226,522,546)	(266,546,814)
Capital return to trust unitholders	11	(38,724,000)	-
Cash used in financing activities		(360,924,763)	(355,704,770)
Net decrease in cash and cash equivalents		(8,729,652)	(51,460,859)
Cash and cash equivalents at 1 January		121,701,480	173,162,339
Cash and cash equivalents at 31 December	8	112,971,828	121,701,480
<i>Supplement disclosure of cash flows information:</i>			
Acquisitions of investments in leasehold properties during the year are detailed as follows:			
Increase of investments in leasehold properties during the year	6	1,809,950	9,331,873
<i>Add (Less)</i> Changes in payables for acquisitions of investments in leasehold properties		12,235,243	(5,367,957)
Investments in leasehold properties paid by cash		14,045,193	3,963,916

The accompanying notes form an integral part of the financial statements.

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

Note	Contents
1	General information
2	Basis of preparation of the financial statements
3	Significant accounting policies
4	Financial risks
5	Related parties
6	Investments in leasehold properties at fair value
7	Investments measured at fair value through profit or loss
8	Cash and cash equivalents
9	Deferred expenses
10	Long-term borrowings
11	Unitholders' trust
12	Retained earnings
13	Expenses
14	Distributions to trust unitholders
15	Information on investment purchase and sale transactions
16	Segment information and disaggregation of revenue
17	Information on fair value level and fair value measurement of investment
18	Commitments with non-related parties
19	Event after the reporting period

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

These notes form an integral part of the financial statements.

The financial statements issued for Thai regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language financial statements, and were authorised for issue by the authorised director of the REIT manager on 23 February 2024.

1 General information

Bualuang Office Leasehold Real Estate Investment Trust (“the Trust”) is a real estate investment trust established under the Trust for Transaction in Capital Market Act, B.E. 2550 (“the Act”) in accordance with the Trust Deed signed on 6 February 2018 between BBL Asset Management Company Limited (“The REIT Manager”) as the Trust Settlor and KrungThai Asset Management Public Company Limited as the Trustee. True Properties Company Limited is Property manager. On 6 February 2018, the Trust was established as a specific closed-end real estate investment trust with an indefinite term. The Trust’s objectives are to raise funds from investors and use funds to invest in the major leasehold properties by lease and/ or sublease under 2 projects as follows:

1.1 True Tower 1 Project, descriptions of investment were as follows:

Location	18, Ratchadapisek Road, Kwang Huai Khwang, Khet Huai Khwang, Bangkok 10310
Ownership	The land and building are owned by True Properties Company Limited and managed by True Properties Company Limited
Gross floor area	63,615 sq.m.
Net leasable area	37,315 sq.m. (at start of project)
Type of investment	1. Leasehold rights over the land (all) 2. Leasehold rights over building and its component parts (all) which located on land above 3. Freehold rights over tools, fixtures, equipment and utility systems
Investment period	30 years (ended on 7 February 2048)

1.2 True Tower 2 Project, descriptions of investment were as follows:

Location	1252, 1252/1 - 1252/3, Pattanakarn Road, Kwang Suan Luang, Ket Suan Luang, Bangkok 10250
Ownership	The land and building are owned by True Properties Company Limited and managed by True Properties Company Limited
Gross floor area	41,417 sq.m.
Net leasable area	25,072 sq.m. (at start of project)
Type of investment	1. Leasehold rights over the land (all) 2. Leasehold rights over building and its component parts (all) which located on land above 3. Freehold rights over tools, fixtures, equipment and utility systems
Investment period	30 years (ended on 7 February 2048)

On 27 February 2018, the Stock Exchange of Thailand approved the listing of the Trust’s units and permitted their trading from 28 February 2018 onwards.

As at 31 December 2023, the Trust’s major unitholders is True Properties Company Limited, which holds 15.18% (2022: 15.18%). The Company was incorporated in Thailand.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

The Trust's dividend payment policy is in accordance with condition and procedures as specified in prospectus.

2 Basis of preparation of the financial statements

The financial statements are prepared in accordance with the accounting guidance for Property Fund, Real Estate Investment Trust, Infrastructure Fund and Infrastructure Trust, issued by the Association of Investment Management Companies ("AIMC") as approved by The Securities and Exchange Commission. In case this accounting guidance does not specifically state the practical guidance for a transaction, the Trust shall apply Thai Financial Reporting Standard ("TFRS") as announced by Federation of Accounting Professions ("Accounting Guidance"). The financial statements are presented in Thai Baht, which is the Trust's functional currency.

The preparation of financial statements in conformity with an accounting guidance requires the REIT manager to make judgments, estimates and assumptions that affect the application of the Trust's accounting policies. Actual results may differ from these estimates. Estimates and underlying assumptions that are described in each note are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) *Investments in leasehold properties at fair value*

Investments in leasehold properties include properties that are owned by the Trust to earn rental income but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investments in leasehold properties are measured at cost, including transaction costs, on initial recognition and subsequently at fair value, with any change recognised in profit or loss and presented as "gain (loss) from changes in fair value of investment".

Cost includes expenditure that is directly attributable to the acquisition of the investments in leasehold properties. The fair value is based on appraisal value assessed by independent valuers approved pursuant to the notification of the Securities and Exchange Commission. The Trust will conduct appraisal of properties at least every 2 years, commencing from the date of appraisal the acquired properties or the latest date of appraisal properties or the date of disposal properties or there is any indication of impairment and conduct a review of appraisal at least every year after the date of the latest appraisal. The Trust will not appoint any valuers to appraise the properties for more than two consecutive times.

Differences between the proceeds from disposal and the carrying amount of investments in leasehold properties, are recognised in profit or loss and presented as "net realised gain (loss) on investments".

(b) *Investments measured at fair value through profit or loss*

Investments are initially recognised at fair value through profit or loss when the Trust becomes a party to the contractual provisions of the instrument. Transaction costs that are directly attributable to acquire investments are recognised in profit or loss.

Gains and losses on measurement, including any interest or dividend income, are recognised in profit or loss.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

Derecognition

The Trust derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Trust neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when, the Trust currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(c) *Cash and cash equivalents*

Cash and cash equivalents in the statement of cash flows comprise cash balances and cash at financial institutions.

(d) *Receivables on accrued rental and service income*

Receivables on accrued rental and service income is measured at transaction price less allowance for expected credit loss.

The Trust estimates lifetime expected credit losses (ECLs), using a provision matrix to find ECLs rate. This method groups the rent receivable based on shared credit risk characteristics and past due status, taking into account historical credit loss data, adjusted for factors that are specific to the debtors and an assessment of both current economic conditions and forward-looking general economic conditions at the reporting date. The Trust derecognises a rent receivable as described in note 3 (b).

The recognised revenue which is not yet due under the operating lease agreements has been presented as “Accrued income under operating lease” under the caption of “Receivables on accrued rental and service income” at the end of reporting period.

(e) *Receivables on accrued other income*

Receivables on accrued other income is the recognised revenue which is not yet issued invoice to customers stated at cost plus margin recognised up to the reporting date less allowance for expected credit loss.

(f) *Deferred expenses*

Equity issuance cost comprise the Trust’s unit issuance and offering expenses as incurred which consisted of underwriting fees, registered fees and other directly related expenses.

(g) *Trade and other accounts payable*

Trade and other accounts payable are stated at cost.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

(h) *Rental and service income received in advance*

Rental and service income received in advance represents the amount of billings rendered to customers in excess of income recognised, as well as the amount of advance billing for customers' work, for which the Trust had not rendered the service under the conditions stipulated in the contracts. Rental and service income received in advance is stated at cost.

(i) *Provisions*

A provision is recognised if, as a result of a past event, the Trust has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate method.

(j) *Interest-bearing liability*

Interest-bearing liability is measured at amortised cost.

(k) *Fair values measurement*

'Fair value' is 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 in the principal or, in its absence, the most advantageous market to which the Trust has access at that date. The fair value of a liability reflects its non-performance risk.

When measuring the fair value of an asset or a liability, the Trust uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are based on unobservable input.

The Trust recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Trust measures assets and assets positions at a bid price and liabilities and liabilities positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e., the fair value of the consideration given or received. If the Trust determines that the fair value on initial recognition differs from the transaction price, the financial instrument is initially measured at fair value adjusted for the difference between the fair value on initial recognition and the transaction price and the difference is recognised in profit or loss immediately. However, for the fair value categorised as level 3, such difference is deferred and will be recognised in profit or loss on an appropriate basis over the life of the instrument or until the fair value level is transferred or the transaction is closed out.

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

(l) Revenues

Rental income

At inception or on modification of a contract, the Trust allocates the consideration in the contract to each component on the basis of their relative standalone selling prices.

At lease inception, the Trust considers classifying a lease that transfers substantially all of the risks and rewards incidental to ownership of the underlying asset to lessees as a finance lease. A lease that does not meet this criteria is classified as an operating lease.

The Trust recognises lease payments received under operating leases in profit or loss on a straight line basis over the lease term as part of 'rental income'. Initial direct costs incurred in arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Service income

Service income is recognised when a customer obtains control of the services at the rate stipulated under the agreement. Service income is recognised over time as the services are provided. The related costs are recognised in profit or loss when they are incurred.

Rental and service income which is not yet due under the operating lease agreements has been presented as "Accrued income under operating lease" under the caption of "Receivables on accrued rental and service income" at the end of reporting period.

Other income

Other income is recognised in profit or loss as it accrues.

(m) Interest

Interest income and expense is recognised in profit or loss using the effective interest rate method. In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

(n) Expenses

Expenses are recognised in profit or loss as it accrues.

(o) Income tax

The Trust is exempt from corporate income tax in Thailand so that corporate income tax is not recorded in the financial statements.

(p) Distributions to unitholders

The Trust recognises a reduction in retained earnings at the date a distribution is declared.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

(q) Related parties

A related party is a person or entity that has direct or indirect control or joint control or has significant influence over the financial and managerial decision-making of the Trust; a person or entity that are under common control or under the same significant influence as the Trust; or the Trust has direct or indirect control or joint control or has significant influence over the financial and managerial decision-making of a person or entity.

(r) Segment information

Segment results that are reported to the Trust's management (the chief operating decision maker) include items directly attributable to a segment.

4 Financial risks

Credit risk

Credit risk is the risk of financial loss to the Trust if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Trust's receivables from customers and investments in debt securities. However, the related financial assets have short-term maturity, therefore, the Trust does not anticipate material losses from its debt collection.

The Trust has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. The Trust has no concentrations of credit risk due to the fact that the Trust has a large number of tenants in various businesses. Additionally, the Trust has a policy to collect in advance the rental deposits from customers as collateral in case of default. At the reporting date, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

Receivables on accrued rental and service income

The Trust's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, REIT manager also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry.

The Trust limits its exposure to credit risk from receivables by establishing a payment period and outstanding trade receivables are regularly monitored by the Trust. An impairment analysis is performed by the Trust at each reporting date. The provision rates of expected credit loss are based on days past due for individual trade receivables to reflect differences between economic conditions in the past, current conditions and the Trust's view of economic conditions over the expected lives of the receivables.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

The following table provides information about the exposure to credit risk and ECLs for receivables on accrued rental and service income.

<i>Receivables on accrued rental and service income</i>	Trade accounts receivable - other parties	Trade accounts receivable - related parties (Note 5) (in thousand Baht)	Total carrying amounts
At 31 December 2023			
Within credit terms	289	20,018	20,307
Overdue:			
Less than 3 months	2,764	34,973	37,737
3 - 6 months	-	27,755	27,755
6 - 12 months	-	35,164	35,164
Total	3,053	117,910	120,963
Accrued income under operating lease	-	7,831	7,831
	3,053	125,741	128,794
Less allowance for expected credit loss	-	-	-
Net	3,053	125,741	128,794
At 31 December 2022			
Within credit terms	176	4,981	5,157
Overdue:			
Less than 3 months	4	6,285	6,289
3 - 6 months	-	2,405	2,405
6 - 12 months	-	2,361	2,361
Total	180	16,032	16,212
Accrued income under operating lease	-	8,642	8,642
	180	24,674	24,854
Less allowance for expected credit loss	-	-	-
Net	180	24,674	24,854

The normal credit terms granted for receivables on accrued rental and service income of the Trust range from 30 days to 45 days.

Liquidity risk

The following table is the remaining contractual maturities of long-term borrowings at the reporting date. The amounts are gross and undiscounted and include contractual interest payments and exclude the impact of netting agreements

<i>Contractual cash flows at 31 December</i>	2023 (in thousand Baht)	2022
Within 1 year or less	87,399	89,648
More than 1 year but less than 2 years	84,942	87,399
More than 2 years but less than 5 years	781,659	247,767
More than 5 years	-	618,834
Total	954,000	1,043,648

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

Currency risk

The Trust has no financial assets or financial liabilities denominated in foreign currency, therefore, there is no exposure to currency risk.

Market risk

The Trust is exposed to market risk due to the holding of investment in debt security for which return on the investment are subject to volatility of economic, political, money market and capital market conditions. Such conditions could have either positive or negative impact on the operation of the company that issues securities, depending on the extent to which the issuers' business type correlates with the market volatility, which could push the security's price up or down.

Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Trust's operations and its cash flows because cash and cash equivalents and long-term borrowings interest rates (see notes 8 and 10) are partially variable. So the Trust is primarily exposed to interest rate risk.

At 31 December

	2023	2022
	<i>(in thousand Baht)</i>	
<i>Financial instruments with variable interest rates</i>		
Financial assets	107,255	112,415
Financial liabilities	(818,800)	(869,400)
Net statement of financial position exposure	(711,545)	(756,985)
Interest rate swaps	-	-
Net exposure	(711,545)	(756,985)

Cash flow sensitivity analysis for variable-rate instruments

A reasonable possible change of 1% in interest rates at the reporting date; this analysis assumes that all other variables remain constant.

	2023		2022	
<i>Impact to profit or loss</i>	1% increase in interest rate	1% decrease in interest rate	1% increase in interest rate	1% decrease in interest rate
	<i>(in thousand Baht)</i>			
Financial instruments with variable interest rate	(7,711)	7,715	(7,470)	8,689

Financial risk management policies

The Trust is exposed to normal business risks from changes in market interest rates and from non-performance of contractual obligations by counterparties. The Trust does not hold or issue derivative for speculative or trading purposes.

Risk management is integral to the whole business of the Trust. The Trust has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The REIT manager continually monitors the Trust's risk management process to ensure that an appropriate balance between risk and control is achieved.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

5 Related parties

Other related parties which have material changes in relationships and that the Trust had significant transactions during the year with were as follows:

Name of parties	Country of incorporation	Nature of relationships	Nature of transactions
True Properties Company Limited	Thailand	Property manager Major unitholder holding 15.18% of trust units issued and paid-up	Entered into leasehold rights agreements over land, building and its component parts (<i>Note 6</i>) Receive property management fees from the Trust
BBL Asset Management Company Limited	Thailand	REIT manager	Rental and service income Receive management fees from the Trust
KrungThai Asset Management Public Company Limited	Thailand	Trustee of the Trust	Receive trustee fees from the Trust
Bangkok Bank Public Company Limited	Thailand	Parent company of REIT manager	Depository service Grant loan to the trust
Krung Thai Bank Public Company Limited	Thailand	Parent company of Trustee of the Trust	Depository service
Charoen Pokphand Group Company Limited	Thailand	Ultimate parent company of property manager	Rental and service income
Asia Era One Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
Bakehouse Company Limited	Thailand	Affiliated company of property manager	Rental and service income
BFKT (Thailand) Company Limited	Thailand	Affiliated company of property manager	Rental and service income
Chef Cares Project Company Limited	Thailand	Affiliated company of property manager	Rental and service income
Cineplex Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
CP All Public Company Limited	Thailand	Affiliated company of property manager	Rental and service income
CP Future City Development Corporation Limited	Thailand	Affiliated company of property manager	Rental and service income
CPF (Thailand) Public Company Limited	Thailand	Affiliated company of property manager	Rental and service income
SM True Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
Thana Digital life Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Corporation Public Company Limited	Thailand	Affiliated company of property manager	Rental and service income
True Digital Group Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

Name of parties	Country of incorporation	Nature of relationships	Nature of transactions
True Distribution & Sales Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True GS Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Internet Corporation Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Internet Data Center Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Leasing Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Lifestyle Retail Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Move H Universal Communication Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True Visions Group Co., Ltd.	Thailand	Affiliated company of property manager	Rental and service income
True4U Station Company Limited	Thailand	Affiliated company of property manager	Rental and service income
Wire & Wireless Company Limited	Thailand	Affiliated company of property manager	Rental and service income
Super Safe Service Company Limited	Thailand	Affiliated company of property manager	Rental and service income

Significant transactions for the year ended 31 December 2023 and 2022 with related parties were as follows:

	2023	2022
	<i>(in thousand Baht)</i>	
Income		
Rental and service income		
True Move H Universal Communication Co., Ltd.	171,516	94,461
True Corporation Public Company Limited	125,842	185,710
True Internet Corporation Co., Ltd.	93,726	119,048
True Internet Data Center Co., Ltd.	42,025	40,861
True Distribution & Sales Co., Ltd.	24,278	25,712
True GS Co., Ltd.	17,581	19,620
True Visions Group Co., Ltd.	16,040	27,683
Other related parties	78,540	78,080
Total	569,548	591,175
Interest income		
Other related parties	684	212
Other income		
Other related parties	9,657	9,173

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

	2023	2022
	<i>(in thousand Baht)</i>	
Expenses		
Management fees		
BBL Asset Management Company Limited	<u>13,247</u>	<u>13,769</u>
Trustee fees		
KrungThai Asset Management Public Company Limited	<u>8,601</u>	<u>8,872</u>
Property management fees		
True Properties Company Limited	<u>55,668</u>	<u>53,873</u>
Finance costs		
Bangkok Bank Public Company Limited	<u>48,309</u>	<u>38,819</u>

Balances as at 31 December 2023 and 2022 with related parties were as follows:

	2023	2022
	<i>(in thousand Baht)</i>	
Cash at financial institutions		
Bangkok Bank Public Company Limited	95,965	96,109
Krung Thai Bank Public Company Limited	11,278	16,852
Total	<u>107,243</u>	<u>112,961</u>
Receivables on accrued rental and service income		
<i>Rental and service receivables</i>		
True Corporation Public Company Limited	33,074	859
True Internet Corporation Co., Ltd.	19,128	2,783
True Move H Universal Communication Co., Ltd.	12,208	1,704
Wire & Wireless Company Limited	12,020	36
True Visions Group Co., Ltd.	9,849	131
True Distribution & Sales Co., Ltd.	7,185	130
Other related parties	24,446	10,389
	<u>117,910</u>	<u>16,032</u>
<i>Accrued income under operating lease</i>		
Other related parties	7,831	8,642
	<u>7,831</u>	<u>8,642</u>
Total	<u>125,741</u>	<u>24,674</u>
Receivables on accrued interest income		
Other related parties	<u>8</u>	<u>6</u>
Prepaid expenses		
True Properties Company Limited	<u>4,518</u>	<u>13,074</u>
Trade accounts payable		
Other related parties	<u>57</u>	<u>518</u>

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

	2023	2022
	<i>(in thousand Baht)</i>	
<i>Other payables and accrued expenses</i>		
BBL Asset Management Company Limited	16,339	8,817
Other related parties	2,096	2,211
Total	18,435	11,028
<i>Rental and service income received in advance</i>		
True Internet Data Center Co., Ltd.	1,996	181
Charoen Pokphand Group Company Limited	598	537
True Move H Universal Communication Co., Ltd.	149	6,172
True Corporation Public Company Limited	-	11,174
Other related parties	175	7,291
Total	2,918	25,355
<i>Deposits from rental and services</i>		
True Corporation Public Company Limited	44,843	44,843
True Internet Corporation Co., Ltd.	20,832	21,597
True Move H Universal Communication Co., Ltd.	19,868	19,868
True Visions Group Co., Ltd.	7,174	7,174
True Internet Data Center Co., Ltd.	6,657	6,657
True Distribution & Sales Co., Ltd.	5,681	5,681
True Properties Company Limited	5,296	4,587
Other related parties	19,503	20,528
Total	129,854	130,935
<i>Long-term borrowings</i>		
Bangkok Bank Public Company Limited	818,800	869,400

Significant agreement with related parties

The Trust (“the Sublessor”) entered into building area sublease agreement, and service agreement with ultimate parent company and group of affiliated company of property manager (“the Sublessee”), for using in the operation of business not over 3 years. In this regard, counterparties can renew the agreements not over 3 years each under the conditions of the agreement, the Sublessee had to pay the monthly rental throughout the lease agreement period.

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

6 Investments in leasehold properties at fair value

Movement of investments in leasehold properties for the year ended 31 December 2023 and 2022 were as follows:

	2023 (in thousand Baht)	2022
Investments in leasehold properties - at cost		
Investments in leasehold properties at 1 January	4,587,342	4,578,010
Add Increase in tools, fixtures, equipment and utility systems during the year	1,810	9,332
Investments in leasehold properties as at 31 December - at cost	4,589,152	4,587,342
Net (loss) gain on changes in fair value of investments in leasehold properties		
Net gain on changes in fair value of investments in leasehold properties at 1 January	135,016	51,216
Net (loss) gain on changes in fair value of investments in leasehold properties during the year	(474,168)	92,442
Less Value included in accrued income under operating lease	(7,831)	(8,642)
	<u>(481,999)</u>	<u>83,800</u>
Net (loss) gain on changes in fair value of investments in leasehold properties at 31 December	(346,983)	135,016
Investments in leasehold properties as at 31 December	4,242,169	4,722,358

The fair value of investments in leasehold properties was determined by independent professional valuers, at income approach by using discounted future cash flows, according to the independent professional valuers' report dated 25 September 2023, and was categorised as a Level 3 fair value.

Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
<ul style="list-style-type: none"> Expected market rental growth (2023: 0.00% - 3.25% and 2022: 3.25%). Occupancy rate (2023: 75.85% - 98.00% and 2022: 98.00%). Risk-adjusted discount rates (2023: 9.75% and 2022: 9.50%). 	<p>The estimated fair value increase (decrease) if:</p> <ul style="list-style-type: none"> Expected market rental growth were higher (lower); The occupancy rates were higher (lower); or The risk-adjusted discount rates were lower (higher).

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

Leases

As a lessor

The leases with tenants contain an initial non-cancellable period not over 3 years. Subsequent renewals are negotiated with the lessee. These leases are identified as the fixed rental income.

***Lease payments to be received from operating leases
at 31 December***

	2023	2022
	<i>(in thousand Baht)</i>	
1 st year	288,172	297,394
2 nd year	103,696	158,645
3 rd year	14,517	2,142
Total	406,385	458,181

7 Investments measured at fair value through profit or loss

Movement of investments measured at fair value through profit or loss for the year ended 31 December 2023 and 2022 were as follows:

	2023	2022
	<i>(in thousand Baht)</i>	
At 1 January	276,730	208,022
Additions	539,553	642,018
Disposals	(634,000)	(574,055)
Amortisation of discount on investments in bonds	2,296	730
Net gain on changes in fair value of investments measured at fair value through profit or loss	7	15
At 31 December	184,586	276,730

8 Cash and cash equivalents

The Trust's details of cash and cash equivalents are as follows:

	31 December 2023		31 December 2022	
	Amount	Interest rate	Amount	Interest rate
	<i>(in thousand Baht)</i>	<i>(% per annum)</i>	<i>(in thousand Baht)</i>	<i>(% per annum)</i>
Cash on hand	60	-	619	-
Cash at banks - current accounts	5,657	-	8,667	-
Cash at banks - savings accounts	107,255	0.25 - 0.60	112,415	0.05 - 0.35
Total	112,972		121,701	

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

9 Deferred expenses

Movement of deferred expenses for the year ended 31 December 2023 and 2022 were as follows:

	2023 (in thousand Baht)	2022
At 1 January	52	582
Amortisation	(52)	(530)
At 31 December	-	52

10 Long-term borrowings

Long-term borrowings as at 31 December 2023 and 2022 were classified as follows:

	2023 (in thousand Baht)	2022
Current portion of long-term borrowings	50,600	50,600
Long-term borrowings	768,200	818,800
Total	818,800	869,400

Movements of long-term borrowings for the year ended 31 December 2023 and 2022 were as follows:

	2023 (in thousand Baht)	2022
At 1 January	869,400	920,000
Decrease	(50,600)	(50,600)
At 31 December	818,800	869,400

On 8 February 2018, the Trust borrowed loans of Baht 920.0 million from Bangkok Bank Public Company Limited (“the bank”). The principal is payable due at the term of agreements for the period of 10 years which repayable during 2022 to 2028. The loan bears interest at MLR-2 to MLR-1 per annum (*Interest rate at 31 December 2023: 6.10% per annum and 31 December 2022: 4.85% per annum*). The principal and interest are semi-annually payable. The borrowings were secured by the followings:

- 1) Leasehold rights of True Tower 1 building.
- 2) Rights of received all rental and service income.
- 3) Insurances including all risk insurances and business interruption insurances in which identified the bank as beneficiary together with the borrower.

Under the borrowing agreement, the Trust must maintain financial conditions which stipulated in the borrowing agreement such as maintenance interest bearing debt to operating profit before interest expenses and financial costs, income tax, depreciation, amortisation adjust by non-cash items (Interest Bearing Debt to EBITDA ratio) to be not more than 4 times etc.

As at 31 December 2023 and 2022, the Trust had no unutilised credit facilities.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

11 Unitholders' trust

		2023			2022	
	Par Value (in Baht)	Number (in thousand units /thousand Baht)	Amount	Par Value (in Baht)	Number (in thousand units /thousand Baht)	Amount
Trust registered capital and capital from unitholders as at 31 December	9.7107	<u>368,800</u>	<u>3,581,306</u>	9.8157	<u>368,800</u>	<u>3,620,030</u>
Beginning balance as at 1 January	9.8157	368,800	3,620,030	9.8157	368,800	3,620,030
Reduction of Trust unit value	(0.1050)	-	(38,724)	-	-	-
Ending balance as at 31 December	9.7107	<u>368,800</u>	<u>3,581,306</u>	9.8157	<u>368,800</u>	<u>3,620,030</u>

At the Meeting of Real Estate Investment Committee of BBL Asset Management Company Limited, acting as a REIT Manager of Bualuang Office Leasehold Real Estate Investment Trust held on 14 November 2023, the Board of Directors approved the paid-in capital reduction of par value at the rate of Baht 0.1050 per unit totalling Baht 38.7 million. The reduction of paid-in capital was paid to its unitholders in December 2023 which was to comply with the Trust deed.

12 Retained earnings

Movements of retained earnings for the year ended 31 December 2023 and 2022 were as follows:

	Note	2023 (in thousand Baht)	2022
At 1 January		458,903	308,612
Add Net profit on investments		333,502	333,023
Net (loss) gain on changes in fair value of investments in leasehold properties	6	(481,999)	83,800
Net gain on changes in fair value of investments measured at fair value through profit or loss	7	7	15
Less Distributions to trust unitholders	14	(226,523)	(266,547)
At 31 December		<u>83,890</u>	<u>458,903</u>

13 Expenses

(a) Management fees

The REIT manager will receive a monthly REIT management fees at a rate not exceed 0.50% per annum of total assets value (excluded value added tax, specific business tax or any other similar tax) but not less than Baht 8 million per year.

(b) Trustee fees

The Trustee of the Trust will receive a monthly trustee fees at a rate not exceed 0.50% per annum of total assets value (excluded value added tax, specific business tax or any other similar tax) but not less than Baht 4 million per year.

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

(c) Registrar fees

The registrar fees are calculated annually at a rate not exceed 0.05% per annum of the Trust's registered capital or other rate that set by the Trust's registrar.

(d) Property management fees

The Property manager will receive remuneration under the Property Management Agreements which is summarised as follows:

(1) Base fees

At a rate of not exceed 3% of operating income by individual project.

(2) Incentive fee

At a rate of not exceed 10% of adjusted gross profit.

(3) Service fees for agreement arrangement

At a rate not exceed 3 months of rental and/ or service income for entering into new rental service contract or extending the original contract and investing in leased assets according to the term of the agreement for the period of 3 years and variable depending on the term of agreement.

14 Distributions to trust unitholders

For the year ended 31 December 2023				
The operation for the period	Approval date	Payment date	Amount per unit (in Baht)	Amount (in thousand Baht)
1 October 2022 - 31 December 2022	24 February 2023	24 March 2023	0.1771	65,308
1 January 2023 - 31 March 2023	12 May 2023	9 June 2023	0.1807	66,638
1 April 2023 - 30 June 2023	11 August 2023	8 September 2023	0.1807	66,639
1 July 2023 - 30 September 2023	14 November 2023	12 December 2023	0.0758	27,938
				226,523
For the year ended 31 December 2022				
The operation for the period	Approval date	Payment date	Amount per unit (in Baht)	Amount (in thousand Baht)
1 October 2021 - 31 December 2021	25 February 2022	25 March 2022	0.1915	70,621
1 January 2022 - 31 March 2022	17 May 2022	14 June 2022	0.1771	65,306
1 April 2022 - 30 June 2022	11 August 2022	8 September 2022	0.1771	65,309
1 July 2022 - 30 September 2022	14 November 2022	13 December 2022	0.1771	65,311
				266,547

Bualuang Office Leasehold Real Estate Investment Trust

Notes to the financial statements

For the year ended 31 December 2023

15 Information on investment purchase and sale transactions

The Trust's purchase and sale transactions during the year ended 31 December 2023, excluding investments in cash at financial institutions, amounted to Baht 971.6 million which was 25.07% of the average net assets values during the year (2022: Baht 295.5 million which was 7.37% of the average net assets values during the year).

16 Segments information and disaggregation of revenue

The Trust's main operations are derived from rental and service income from investing in properties and leasehold rights, seeking the benefits from properties, and properties for rent. The Trust has only one geographical segment because they operate only in Thailand.

Disaggregation of revenues, timing of revenue recognition and results, based on TFRS 15 *Revenue from Contracts with Customers*, in the financial statements for the year ended 31 December 2023 and 2022 were as follows:

	2023 (in thousand Baht)	2022
Type of revenues		
Revenue from rendering of services	375,298	361,023
Total income	617,986	605,306
Timing of revenue recognition		
Overtime	375,298	361,023

17 Information on fair value level and fair value measurement of investment

<i>Fair value categorised by measurement approach</i>	Level 1	Level 2	Level 3	Total
			(in million Baht)	
At 31 December 2023				
Investments in leasehold properties at fair value	-	-	4,242	4,242
Investments measured at fair value through profit or loss	-	185	-	185
At 31 December 2022				
Investments in leasehold properties at fair value	-	-	4,722	4,722
Investments measured at fair value through profit or loss	-	277	-	277

The financial instruments traded in non-active markets and measured at obviously quoted market prices, buying and selling prices offered by traders or optional price references with supporting observable data will be categorised as level 2. These financial instruments comprised worth-investing government debt instruments and fixed deposits.

Investments categorised in level 3 have significant unobservable data as they are not actively traded. Valuation method and significant assumptions were disclosed in note 6.

18 Commitments with non-related parties

The Trust is committed to pay service charges and fees to counterparties under the terms and conditions as specified in the Trust Deed.

Bualuang Office Leasehold Real Estate Investment Trust
Notes to the financial statements
For the year ended 31 December 2023

19 Event after the reporting period

At the Board of Director's meeting of Real Estate Investment Committee of BBL Asset Management Company Limited, act as a REIT Manager of Bualuang Office Leasehold Real Estate Investment Trust held on 23 February 2024, the Board of Directors approved the appropriation of the retained earnings as at 31 December 2023 of Baht 0.227466 per unit, amounting to Baht 83.89 million, which will be paid to its trust unitholders in March 2024.



175 Sathorn City Tower, 7th, 21st and 26th Floor,
South Sathorn Road, Sathorn, Bangkok 10120
Tel: 0-2674-6488 Fax: 0-2679-5955 www.bblam.co.th