

CRITERIA FOR TRUST UNITHOLDERS' RIGHTS TO PROPOSE AGENDA ITEMS FOR THE 2020 ANNUAL GENERAL MEETING OF TRUST UNITHOLDERS

Objective

Bhiraj Office Leasehold Real Estate Investment Trust ("BOFFICE") purposes to encourage good corporate governance and to foster equitable treatment to all Trust Unitholders. Therefore, Bhiraj REIT Management Company Limited ("the Company") as the REIT Manager grants the opportunities for Trust Unitholders to participate in proposing the additional agenda items which they deem to be important and beneficial to the Trust for the 2020 Annual General Meeting of Trust Unitholders ("AGM"), The Company shall consider the Trust Unitholders' rights to propose agenda items in advance of the 2020 Annual General Meeting of Trust Unitholders date under the following criteria and procedures prescribed by the Company.

Criteria and procedures

1. Qualifications of Trust Unitholders who are entitled to propose agenda in the 2020 Annual General Meetings of Trust Unitholders.

- (1) Being a Trust Unitholder or several Trust Unitholders into group of BOFFICE; and
- (2) Holding the unit of BOFFICE with no less than 2% of the total unit issued and holding at least 6 months prior to the date of the proposed agenda.

2. Procedures for proposing the agenda in AGM

(1) The Trust Unitholders who are qualified according to the conditions as stipulated under Clause No. 1 are entitled to propose their suggested the agenda in advance by completing the "Agenda Proposal Form for Annual General Meeting of Trust Unitholders for Year 2020" as attached to these Rules or may informally inform the Company via at the e-mail address : boffice.brrm@bhirajburi.co.th (to Investment Relation division), prior to submitting the original copy of the "Agenda Proposal Form for Annual General Meeting of Trust Unitholders for Year 2020" to the Company thereafter.

The Trust Unitholders must submit the duly signed original of such form together with all the relevant documents and evidence to the Company within 5 March, 2020 at the following address:

To: BHIRAJ REIT MANAGEMENT COMPANY LIMITED
(Investment Relation Division)
591 Sukhumvit Road
Klongton Nuea, Wattana, Bangkok 10110
(Proposal of BOFFICE for AGM agenda for Year 2020)

(2) In case of several Trust Unitholders combined propose an agenda, each of them must fill out the “Agenda Proposal Form for Annual General Meeting of Trust Unitholders for Year 2020” and sign their name as evidence separately and gather to submit into one set. The Trust unitholders have to fill out a name of contact person in the form. When the Company contacts the appointed contact person, it shall be deemed that the Company contacts all Trust unitholders.

Investor Relations Division will gather the agendas proposed to the Board of Directors to consider according to the following criteria:

I. In case the information provided is incomplete or incorrect or Trust Unitholders are not considered fully qualified according to criteria; Investor Relations will notify the Trust Unitholder that their proposed agenda will not be considered via official letter within March 13, 2020;

II. The Board of Directors considers the agenda being necessary or appropriate of the additional agenda proposal of the AGM that as per criteria under Clause 3. In case the proposed agenda is approved by the Board of Directors will be included in the agenda of invitation letter for AGM. For the agenda proposal not approved by the Board of the Directors, the Company will notify the Trust Unitholder after the next business day of the Board of Directors’ meeting date with the reason via the BOFFICE’s website and notify and report on the AGM’s date again.

3. To ensure efficient conduct of the meeting, the Company shall reserve the right not to include the following agenda items on the agenda:

- (1) An agenda that violates the laws, rules and regulations of government agencies or the Company’s or BOFFICE’s regulators or not in accordance with the BOFFICE’s prospectus;
- (2) An agenda that shall be for the benefit of any particular individual, or any specific group of people;
- (3) An agenda that is under the Company’s management authority, except for the matters that cause material damages or losses to all Trust Unitholders;
- (4) An agenda that the company has already executed;
- (5) An agenda that is beyond the authority of the Company;
- (6) An agenda that Trust Unitholders provide incomplete information or documentation, or a proposal that is submitted after the prescribed deadline, or the proposer cannot be contacted to request for additional information;
- (7) An agenda that proposed by Trust Unitholders who are not qualified according to the prescribed qualification criteria;
- (8) An agenda that the Board of Directors considers that is being not necessary or appropriate agenda

Agenda Proposal Form for Annual General Meeting of Trust Unitholders for Year 2020

Part 1 Trust Unitholder's detail:

Name-Surname (Mr./Mrs./Miss/Company/Other) :.....

Current address/Contact information:

No.....Building.....

Unit.....Floor.....

Soi.....Road.....

Sub-district.....District.....

Province.....Postal code.....

Country.....Email Address.....

Telephone no.....Facsimile no.....

Overseas address: (Non-Thai nationals are required to provide overseas contact information)

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No. of unit held.....as of (date).....

Part 2 Proposed agenda

Please specify agenda, supporting detail and reasons and purpose of the proposed agenda

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Further supporting documents as true copies totaling.....page(s).

I hereby certify that the information, trust unitholding evidence and additional supplemental documents are true and correct in all aspects. Therefore, I hereby affix my signature as evidence below.

Signature _____ Trust Unitholder

(_____)

Part 3 Required documents/evidence to be attached to this proposal form

- Unitholding evidence such as

[] Certified letter from securities companies, or other evidence from Thailand Securities Depository Company Limited or the Securities Exchange of Thailand or relevant custodians, or certified copies of the original unit certificates

- Personal identification

[] An individual Trust unitholder is required to attach a certified true copy of his/her identification card or passport that is not expired (if such individual Trust unitholder is a foreigner)

[] A corporate or juristic Trust unitholder is required to attach a certified true copy of its Affidavit or Certificate of Incorporation together with a certified true copy of the identification card or passport that is not expired (if such individual Trust unitholder is a foreigner) of its authorized director who is the undersigned of this proposal form

[] In case Trust unitholder change their title, name, or surname, the copy of evidence of those changes shall be enclosed and certified true copy.

Part 4 Confirmation

I hereby appoint Mr./Mrs./Miss.....to be the representative contact person with REIT manager under this Agenda Proposal Form for the 2019 Annual General Meeting of Trust Unitholders under part 2.

I hereby certify that the information and evidence attached is accurate and complete and that the Company has my permission to disclose such information, or such documents and evidence.

Signature.....Trust Unitholder

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Date

Remark

1. The Trust unitholders are able to submit proposal unofficial in advance via BOFFICE's email address at boffice.brrm@bhirajburi.co.th or before submitting the original to the REIT manager by March 5, 2020.
2. In the case of group of Trust unitholders propose agenda. Each unitholder must individual fill in and sign the form as evidence and gather supporting documents in to one set.
3. REIT manager will revoke the rights of Trust unitholders to propose agenda if it is found that the information provided is incomplete, incorrect, Trust unitholder cannot be contacted or do not meet criteria.