



Information Report

in lieu of holding the Annual General Meeting

for the year 2020

Bhiraj Office Leasehold Real Estate Investment Trust

(BOFFICE)



No. BRRM-E-63-045

23 April 2020

Subject Publication of providing information in lieu of holding the annual general meeting for the year 2020 of Trust Unit Holders of Bhiraj Office Leasehold Real Estate Investment Trust (BOFFICE)

To Trust Unit Holders of Bhiraj Office Leasehold Real Estate Investment Trust (BOFFICE)

Attachment 1. 2019 Annual Report for the fiscal year ending 31 December 2019 (QR-CODE)
2. Information on Profile, Experience and Work of Auditor of BOFFICE for the year 2020

Bhiraj REIT Management Co., Ltd. (the "Company") in its capacity of the REIT Manager of Bhiraj Office Leasehold Real Estate Investment Trust ("BOFFICE") disseminated the news Re: Notifications of resolutions of the Board of Directors' meeting on an additional investment assets and Schedule of the 2020 Annual General Meeting of the Trust Unit Holders of Bhiraj Office Leasehold Real Estate Investment Trust (BOFFICE) according to the letter No. BRRM-E-63-011 dated 20 February 2020, and the news Re: Revoke and Revise of Agenda from the Annual General Meeting for the Year 2020 of Trust Unit Holders of Bhiraj Office Leasehold Real Estate Investment Trust (BOFFICE) according to the letter No.BRRM-E-63-025 dated 2 March 2020, where the Annual General Meeting of Trust Unit Holders for the year 2020 will be held on 23 April 2020 at 10.00 a.m. at Amber 1, 2nd Floor, Bangkok International Trade & Exhibition Centre (BITEC).

However, on 20 March 2020, the Office of the Securities and Exchange Commission issued the Announcement No. Sor Ror 27/2563 Re: Actions for Holding Annual General Meeting for Year 2020 of Trust Unit Holders of Real Estate Investment Trust due to situation of outbreak of Coronavirus Disease 2019 (COVID-19). Clause 3 provides that in case that the agendas for the annual general meeting of trust unit holders for the year 2020 of any Trusts are only for acknowledgment without seeking approval from the trust unit holders, the REIT Manager may proceed with other methods in lieu of holding the annual general meeting to provide the report the trust unit holders for acknowledgment and the trust shall amend its trust deed for holding the annual general meeting for the year 2020 with the effect on 1 April 2020 onward.

Please be informed that the Annual General Meeting for the Year 2020 of BOFFICE has five agendas, which as follows;

- Agenda 1 To acknowledge the operating result of BOFFICE for the year 2019
- Agenda 2 To acknowledge the Financial Statement of BOFFICE for the fiscal year ending 31 December 2019
- Agenda 3 To acknowledge the distribution payment to the unitholders for the fiscal year ending 31 December 2019
- Agenda 4 To acknowledge the appointment of auditors and the determination of the remuneration of auditors
- Agenda 5 To consider other matters (if any)

The company invited the Trust Unit Holders to propose agenda items in advance for the Annual General Meeting for the Year 2020 from 19 February 2020 to 5 March 2020 by publicisation disseminating information via BOFFICE's website and the information system of the Stock Exchange of Thailand, which appears that were no any Trust Unit Holders proposing agenda items in advance for the Annual General Meeting for the Year 2020.

On 25 March 2020, The Board of Director Meeting of Company approved to revoke the Annual General Meeting for the Year 2020 of Trust Unit Holders of BOFFICE, and processing as following Announcement No. Sor Ror 27/2563, by only acknowledged Agenda in the Annual General Meeting for the Year 2020 totaled four agendas, which agenda 1-4 as above.

Hence, the Company hereby cancels the Annual General Meeting of Trust Unit Holders for the year 2020 of BOFFICE and provides the information of BOFFICE for the year 2020 to Trust Unit Holders, which as follows;

Agenda 1 To acknowledge the operating result of BOFFICE for the year 2019

To be in accordance with the Trust Deed, BOFFICE must report its 2019 annual operating results for the year ended 31 December 2019. Details of BOFFICE's operating results in the previous year are shown in the 2019 Annual Report (QR-CODE) (Attachment 1). The Significant details are summarized as follows;

Statements of Financial Position as at 31 December 2019

Total assets of BOFFICE were 6,963.66 million Baht. Most of them consist of investment in leasehold right over properties at fair value in an amount of 6,479.21 million Baht. Total liabilities were 1,913.92 million Baht. Net assets were 5,049.74 million Baht.

Statement of Income for the year ended 31 December 2019

Total incomes of BOFFICE were 643.44 million Baht and total expenses were 276.65 million Baht. As a result, net investment income of BOFFICE was 366.79 million Baht. After deducting net unrealised loss on investment in leasehold right over properties in an amount of 59.61 million Baht, BOFFICE have an increase in net assets from operations in an amount of 426.40 million Baht.

In which the Company has strategic guidelines regarding BOFFICE details of the Annual Report 2019 (QR-CODE) (Attachment 1), in the future management approach of BOFFICE, the Company still attaches importance to the investment policy continuously so that BOFFICE states with sustainable growth and remains determined to manage to the best of our ability to create sustainable returns for Trust Unit Holders.

Agenda 2 To acknowledge the Financial Statement of BOFFICE for the fiscal year ending 31 December 2019

Statements of Financial Position and Statement of Income for the fiscal year ending December 31, 2019, were audited and certified by Ms. Waraporn Prapasirikul, certified public accountant No. 4579 and the auditor under supervision of EY Office Company Limited. The Board of Directors considered and deemed that they were correct and sufficient according to the generally accepted accounting principle. As a result, such Statements of Financial Position and Statement of Income were approved on 20 February 2020. Details of Statements of Financial Position and Statement of Income are shown in the 2019 Annual Report (Attachment 1).

However, financial information can be summarized as shown in the table.

Statements of Financial Position as at 31 December 2019

(Unit: Baht)

Details	As at 31 December 2019	As at 31 December 2018
<u>Assets</u>		
Investment in leasehold right over properties at fair value	6,479,211,187	6,418,199,004
Investment in securities at fair value	293,067,886	316,077,419
Other assets	191,379,531	159,167,435
Total assets	6,963,658,604	6,893,443,858
<u>Liabilities</u>		
Long-term loan from financial institution	1,700,919,723	1,695,154,826
Other liabilities	213,001,060	224,490,316
Total Liabilities	1,913,920,783	1,919,645,142
Net assets	5,049,737,821	4,973,798,716
Net asset value per unit (Baht)	9.7994	9.6520

Statement of Income for the year ended 31 December 2019

(Unit: Baht)

Details	For the year ended 31 December 2019	For the Period as from 15 January 2018 to 31 December 2018
Investment income	643,440,828	570,823,751
Expenses	276,646,471	252,097,627
Net investment income	366,794,357	318,726,124
Total net unrealised gain (loss) on investments	59,607,079	(251,193,918)
Increase in net assets from operations	426,401,436	67,532,206

Agenda 3 To acknowledge the distribution payment to the unitholders for the fiscal year ending 31 December 2019

As of 31 December 2019, BOFFICE had Trust Unit in the amount of 515,310,000 Trust Units, and paid-up capital in the amount of 4,873,441,263 Baht. According to the Trust Deed, BOFFICE has the policy on benefit distribution to Trust Unit Holders at the rate of not less than 90 percent of the adjusted net profit of each fiscal year. Benefit distribution will be distributed to Trust Unit Holders not more than 4 times per a fiscal year. However, the operating results of BOFFICE as from 1 January 2019 to 31 December 2019 consist of the adjusted net profits of 360.57 million Baht. REIT Manager announced the benefit distribution to Trust Unit Holders in an amount of 350.93 million Baht or 0.6810 Baht per Trust Unit, accounting for 97.35%.

In addition, BOFFICE announced the capital reduction in an amount of 15.10 million Baht or 0.0293 Baht per Trust Unit. The distribution of the capital reduction proceeds is for the event that the trust has the unrealized loss investments in leasehold rights over properties, amortisation of deferred expenses and accumulated amortisation of front end fee.

As a result, in 2019, BOFFICE distributed the payment to Trust Unit Holders in a total amount of 366.02 million Baht or 0.7103 Baht per Trust Unit. Information on distribution payment to Trust Unit Holders can be summarized as shown in the table.

Date of Resolution Passed by Directors	Date of Payment	Type	Amount (Baht per Trust Unit)	Amount (Baht)	Period of Operating Results
8 May 2019	6 June 2019	Benefits	0.1519	78,275,589	1 January – 31 March 2019
		Capital Reduction	0.0109	5,616,879	
8 August 2019	6 September 2019	Benefits	0.1698	87,499,638	1 April – 30 June 2019
		Capital Reduction	0.0103	5,307,693	
12 November 2019	12 December 2019	Benefits	0.1632	84,098,592	1 July – 30 September 2019
		Capital Reduction	0.0081	4,174,011	
20 February 2020	16 March 2020	Benefits	0.1961	101,052,291	1 October – 31 December 2019

Agenda 4 To acknowledge the appointment of auditors and the determination of the remuneration of auditors 2020

The Company considered and approved the appointment of auditors from EY Office Company Limited to be the auditor of BOFFICE for the year 2020. The list of auditor is as follows;

1. Ms. Waraporn Prapasirikul Certified Public Accountant No. 4579 (Affix her signature in BOFFICE's Financial Statements in the 2 year ago) and/or
2. Mr. Kittiphun Kiatsomphob Certified Public Accountant No. 8050 (Never affix he signature in BOFFICE's Financial Statements) and/or
3. Mr. Supachai Phanyawattano Certified Public Accountant No. 3930 (Never affix her signature in BOFFICE's Financial Statements)

One of any auditors mentioned above shall be determined to perform the audit and express opinions on financial statements of BOFFICE. In case any of such auditors is unable to perform operations, EY Office Company shall provide other certified public accounts of the company to perform the audit and express opinions on financial statements of BOFFICE instead of the previous one. However, details of profile, experience and work of auditor are shown in Attachment 2.

All 3 auditors are not the unitholders of BOFFICE, have no relationship and interest with BOFFICE, and do not provide consultant service to BOFFICE. As a result, they are independent in performing the audit and expressing opinions on financial statements of BOFFICE. Auditors of EY Office Company Limited have been the

auditor for BOFFICE since 2018 and 2019 for a period of 2 year. The auditor affixing her signatures in the financial statements of BOFFICE is Ms. Waraporn Prapasirikul.

The remuneration of auditor for the year 2020 the amount is not exceeding 1,210,000 Baht. Information on remuneration of auditor is shown in the table below.

Unit: Baht

Year of auditing and receiving of financial statements	Audit Fee
For the Period as from 15 January 2018 to 31 December 2018	1,000,000
For the fiscal year ending 31 December 2019	1,000,000
For the fiscal year ending 31 December 2020 (Year of acknowledgment)	1,210,000

The auditors of EY Office Company Limited performed their duties appropriately and possess the required knowledge and expertise to audit and give opinions on the financial statements of BOFFICE, have neither relationship with nor interests in BOFFICE, and show independence in performing their auditing duties. It is therefore appropriate to appoint EY Office Company Limited, as the auditor of BOFFICE for the year 2020, with the remuneration not exceeding 1,210,000 baht.

Since the Stock Exchange of Thailand provides an alternative to listed companies to prepare annual report in the form of QR-CODE, the Company prepares the annual report for the 2019 in the form of QR-CODE to Trust Unit Holders. Nonetheless, any Trust Unit Holders who would like to have the annual report for the year 2019 in the form of hard copy can contact Investor Relation Department, Bhiraj REIT Management Company Limited. Tel. 02-261-0170 Email Boffice.BRRM@bhirajburi.co.th

Trust Unit Holders can submit inquiries within 14 days from 28 April 2020 to 11 May 2020 via BOFFICE's website (www.bofficereit.com) at "Information Inquiry" Menu, which linked to "IR Contact" menu or can submit e-mail to Boffice.BRRM@bhirajburi.co.th. Please Trust Unit Holders specify your name and surname for supporting inquiries. The company will summarize the significant questions and answers, and disseminate the same on the information system of the Stock Exchange of Thailand within 25 May 2020.

Please be informed accordingly.

Yours faithfully,

A handwritten signature in blue ink, consisting of several fluid, overlapping strokes that form a cursive-like shape.

Mr. Attakorn Netneramitdee

Managing Director

Bhiraj REIT Management Company Limited

The REIT Manager of Bhiraj Office Leasehold Real Estate Investment Trust



2019 Annual Report
BOFFICE

Profile, Experience and Work Experience of the Auditors of BOFFICE for the Year 2020



Name: Mr. Supachai Phanyawattano
Certified Public Accountant No. 3930

Company: EY Office Limited

Working Period: 1983 - present

Position: Partner

Education:

- Master's Degree in Management, Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor of Science (Accounting), Kasetsart University

Qualification:

Certified Public Accountant (Thailand) and Thai SEC-approved auditor

Experience:

More than 25 years of public accounting experience with EY serving clients in a wide range of industries, including multinational corporations and listed companies in Thailand, and is specialized in the financing, mass transit system, manufacturing, service, and real estate industries. Moreover, he also has experience in providing consultancy services in respect of information system and merger and acquisition exercises

Relationship with or Interest in the Trust:

-None-

Profile, Experience and Work Experience of the Auditors of BOFFICE for the Year 2020



Name: Ms. Waraporn Prapasirikul
Certified Public Accountant No. 4579

Company: EY Office Limited

Working Period: 1992 - present

Position: Partner

Education:

- Master Degree in Business Administration, Thammasat University
- Bachelor's degree in Accounting, Thammasat University

Qualification:

Certified Public Accountant (Thailand) and Thai SEC-approved auditor

Experience:

Has been in public accounting practice in Thailand with EY for more than 26 years and also has experience working with a number of multinational clients and listed clients. Particularly, she emphasizes on listed companies involved in banking, finance and securities companies, real estate, oil & gas, services, retails, and consumer products.

Relationship with or Interest in the Trust:

-None-

Profile, Experience and Work Experience of the Auditors of BOFFICE for the Year 2020



Name: Mr. Kittiphun Kiatsomphob
Certified Public Accountant No. 8050

Company: EY Office Limited

Working Period: 1998 - present

Position: Partner

Education:

- Master of Accounting, Thammasat University
- Bachelor's degree in Accounting, Thammasat University

Qualification:

Certified Public Accountant (Thailand) and Thai SEC-approved auditor

Experience:

Has been in public accounting practice in Thailand with EY for more than 22 years and also has experience working with a number of multinational clients and listed clients. Particularly, he emphasizes on listed companies involved in real estate and construction, oil & gas, services, retails, and consumer products.

Relationship with or Interest in the Trust:

-None-