

DTP Hospitality Freehold and Leasehold Real Estate
Investment Trust with Buy-Back Condition
Review report and financial information
For the three-month period ended 31 March 2025

Independent Auditor's Report on Review of Interim Financial Information

To the Unitholders of DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition

I have reviewed the accompanying financial information of DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition (the Trust), which comprises the statement of financial position, including the details of investments as at 31 March 2025, and the related statements of comprehensive income, changes in net assets, and cash flows for the three-month period then ended, as well as the condensed notes to the interim financial statements (collectively "interim financial information"). The trust management is responsible for the preparation and presentation of this interim financial information 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 and approved by the Securities and Exchange Commission of Thailand. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of Review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, 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 and approved by the Securities and Exchange Commission of Thailand.

Emphasis of Matter

I draw attention to Note 6 to the interim financial information which pertains to investments in properties with buy-back condition. It describes the nature of the buy-back agreements, the assumptions related to the valuation of the Trust's investments in properties with buy-back conditions, and the uncertainty of future events concerning the exercise of the buy-back rights by the former property owners. My conclusion is not modified in respect of this matter.

Suchada Tantioran

Certified Public Accountant (Thailand) No. 7138

EY Office Limited

Bangkok: 13 May 2025

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition**Statement of financial position****As at 31 March 2025**

(Unit: Thousand Baht)			
	<u>Note</u>	<u>31 March 2025</u> (Unaudited but reviewed)	<u>31 December 2024</u> (Audited)
Assets			
Investments in properties with buy-back condition	6	4,111,000	4,111,000
Cash at bank	7	7,562	7,347
Accrued income from investments in properties		320	320
Accrued other income and other receivables		13,635	14,193
Total assets		<u>4,132,517</u>	<u>4,132,860</u>
Liabilities			
Accrued expenses and other payables	8	21,068	21,415
Long-term loan from financial institution	9	1,000,000	1,000,000
Total liabilities		<u>1,021,068</u>	<u>1,021,415</u>
Net assets		<u>3,111,449</u>	<u>3,111,445</u>
Net assets			
Capital from unitholders		3,107,000	3,107,000
Retained earnings	10	4,449	4,445
Net assets		<u>3,111,449</u>	<u>3,111,445</u>
		-	-
Net asset value per unit (Baht)		10.0143	10.0143
Number of units issued at the end of period (units)		310,700,000	310,700,000

The accompanying notes are an integral part of the interim financial statements.

Director

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(Unaudited but reviewed)

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition

Statement of comprehensive income

For the three-month period ended 31 March 2025

(Unit: Thousand Baht)

	<u>2025</u>	<u>2024</u>
Investment income		
Income from investments in properties	54,373	54,373
Interest income	4	14
Other income	23,626	24,274
Total income	<u>78,003</u>	<u>78,661</u>
Expenses		
Trust management's fee	5,467	5,524
Trustee's fee	2,167	2,189
Professional fees	217	225
Other expenses	12	6
Finance costs	15,763	16,330
Total expenses	<u>23,626</u>	<u>24,274</u>
Net investment income	<u>54,377</u>	<u>54,387</u>
Increase in net assets from operations	<u><u>54,377</u></u>	<u><u>54,387</u></u>

The accompanying notes are an integral part of the interim financial statements.

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition

Details of investments

As at 31 March 2025

Details of investments classified by investment category

	31 March 2025			31 December 2024		
	(Unaudited but reviewed)			(Audited)		
	Amortised cost	Fair value	Percentage	Amortised cost	Fair value	Percentage
	(Thousand Baht)	(Thousand Baht)	(%)	(Thousand Baht)	(Thousand Baht)	(%)
Investments in properties with buy-back condition (Note 6)						
Investment in leasehold properties						
Waldorf Astoria Bangkok and MRB Serviced Apartment, with buy-back condition	3,799,000	3,800,700	92.45	3,799,000	3,800,700	92.45
Investment in freehold properties						
U Kaoyai Hotel, with buy-back condition	310,000	310,300	7.55	310,000	310,300	7.55
Total investments in properties with buy-back condition	4,109,000	4,111,000	100.00	4,109,000	4,111,000	100.00

The accompanying notes are an integral part of the interim financial statements

(Unaudited but reviewed)

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition

Statement of changes in net assets

For the three-month period ended 31 March 2025

(Unit: Thousand Baht)

	<u>Note</u>	<u>2025</u>	<u>2024</u>
Increase in net assets from operations during the period			
Net investment income		54,377	54,387
Increase in net assets from operations		<u>54,377</u>	<u>54,387</u>
Distributions to unitholders	11	(54,373)	(54,373)
Increase in net assets during period		<u>4</u>	<u>14</u>
Net assets at the beginning of period		<u>3,111,445</u>	<u>3,109,409</u>
Net assets at the end of period		<u><u>3,111,449</u></u>	<u><u>3,109,423</u></u>
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The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition

Statement of cash flows

For the three-month period ended 31 March 2025

(Unit: Thousand Baht)

	<u>Note</u>	<u>2025</u>	<u>2024</u>
Cash flows from operating activities			
Increase in net assets from operations		54,377	54,387
Adjustments to reconcile increase in net assets			
from operations to net cash flows from operating activities:			
Decrease in accrued other income and other receivables		558	261
Decrease in receivables from the Revenue Department			
- value added tax		-	15,566
Decrease in accrued expenses and other payables		(168)	(15,685)
Interest expense		15,763	16,330
Net cash flows from operating activities		<u>70,530</u>	<u>70,859</u>
Cash flows from financing activities			
Distributions to unitholders	11	(54,373)	(54,373)
Cash paid for interest expense		(15,942)	(16,509)
Net cash flows used in financing activities		<u>(70,315)</u>	<u>(70,882)</u>
Net increase (decrease) in cash at bank		215	(23)
Cash at bank at the beginning of period		7,347	7,724
Cash at bank at the end of period		<u>7,562</u>	<u>7,701</u>
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The accompanying notes are an integral part of the interim financial statements.

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition
Condensed notes to interim financial statements
For the three-month period ended 31 March 2025

1. Description of DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition

DTP Hospitality Freehold and Leasehold Real Estate Investment Trust with Buy-Back Condition (“the Trust”) is a real estate investment trust established under the Trust for Transaction in Capital Market Act, B.E. 2550 in accordance with the trust deed executed on 27 September 2022 by DTP Global REITs Management Co., Ltd. as the trust settlor and Krungthai Asset Management Public Company Limited as the trustee. On 27 September 2022, the Trust was established as a specific closed-end real estate investment trust with an indefinite term. The Trust’s objectives are to mobilise funds raised from investors and from loan from financial institution for investments in the following properties.

- (1) Leasehold properties (moveable and immoveable) of Waldorf Astoria Bangkok Hotel and Magnolias Ratchadamri Boulevard Serviced Apartment (MRB Serviced Apartment), including the infrastructure, plant and equipment located within the Magnolias Ratchadamri Boulevard from Magnolia Finest Corporation Limited.
- (2) Freehold properties, including plant and equipment of U Kaoyai Hotel from Magnolia Hotel and resort Company Limited.

The Trust has a policy to seek benefits from the properties invested through long-term lease agreements. In addition to letting out of properties, the Trust may perform any other acts for the interests of the Trust with an aim of generating income and returns for the Trust and its unitholders. The Trust may invest in other relevant assets as prescribed in the trust deed.

The Trust is managed by DTP Global REITs Management Co., Ltd. (“the trust manager”) and Krungthai Asset Management Public Company Limited is the trustee.

2. Distribution policy

The Trust has policies to pay distributions to unitholders as follows:

- (1) The trust manager shall pay distributions to unitholders, in aggregate, not less than 90% of adjusted net profits for the year. The benefits to be paid to the trust unitholders are divided into the benefit for the fiscal year (year-end distribution) and the benefit for the interim period (interim distribution) (if any). In this regard, payment of distributions is to be made to the trust unitholders not less than four times per annum, beginning in the first accounting period of the Trust if sufficient profits are available in such accounting period and the distribution will be made within 90 days from the Trust's accounting end period.
- (2) If the Trust has accumulated losses, the trust manager will not pay the distributions to the unitholders.

In considering the payment of distribution, if the value of interim distribution or year-end distribution per unit to be paid is lower than or equal to Baht 0.10, the trust manager reserves the right not to pay distribution at that time and to bring such distribution forward for payment together with the next distribution payment.

3. Basis of preparation of interim financial information

This interim financial information is prepared 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 and approved by the Securities and Exchange Commission of Thailand. The Trust has presented condensed interim financial information in accordance with TAS 34, Interim Financial Reporting. The Trust has presented the statement of financial position, including details of investments, statement of comprehensive income, changes in net assets, and cash flows in the same format as that is used for the annual financial statements and notes to the interim financial statements on a condensed basis.

The interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

The interim financial information in Thai language is the official financial information of the Trust. The interim financial information in English language has been translated from the interim financial information in Thai language.

4. Accounting policies

The interim financial statements are prepared by using the same accounting policies and methods of computation as were used for the financial statement for the year ended 31 December 2024.

5. Segment information

Currently, the Trust only operates in one business segment which is the investment in hospitality properties and only in Thailand. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

6. Investments in properties with buy-back condition

The investments in properties with buy-back conditions comprises of the assets as follows:

- (1) Waldorf Astoria Hotel Bangkok and MRB Serviced Apartment
- (2) U Kaoyai Hotel

For the investments in properties with buy-back condition above mentioned, the former owners have agreed to buy back the assets at the end of the three-year lease period. To exercise their right to prematurely terminate the long-term lease agreement (leasehold rights) for the Waldorf Astoria Hotel Bangkok and MRB Serviced Apartment, the former owner must adequately demonstrate to the Trustee that they have the necessary funding to cover the early termination fees, premiums, and any other associated costs. For U Kaoyai Hotel, under to buy and sell assets back agreement, the former owner has agreed to repurchase the properties (both immovable and movable) at the end of the lease term unless the Trust determines otherwise whereby the Trust can notify the former owner to buy back the properties any day after the end of the third year from the day the Trust invested. In addition, in the case that the former property owners do not exercise their buy-back rights, if the Trust sells the property to another party for less than the predetermined buy-back price, the former property owners agree to fully compensate for the shortfalls.

The trust manager engaged an independent appraiser to assess the fair value of the investments as of 28 September 2024, using the income approach method. This assessment involves discounting the estimated future cash flows that the Trust will receive based on the lease agreements until the third anniversary of the lease and assuming that the counterparties will buy back the properties at the prices and the conditions specified in the buy-back agreements when the three-year period ends on 27 September 2025. The appraiser has determined the discount rate to be 5.20% per annum for the valuation as of 28 September

2024. The trust manager estimated the fair value of the investments in properties as of 31 March 2025 based on the fair value of the investments stated in the respective valuation reports of the independent appraiser and believed that there are no significant differences.

However, the exercise of the buy-back rights by the former owners is a future event and therefore has an uncertain nature, which may affect the assumptions used to measure the fair value of the investments in the properties and the value of the investments. In addition, if the former owners of such assets do not buy back such assets when the buy-back period is due, the Trust may need to take other necessary actions, such as assessing investment strategies or procuring alternatives to the loans from a financial institution. Nevertheless, the Trust's management has monitored the status of the former property owners and assessed that using the assumptions that the former property owners will buy back the properties at the end of the third year period is currently appropriate.

The Trust has mortgaged properties above mentioned as collateral against credit facilities from a financial institution as described in Note 9.

Under the lease agreements of Waldorf Astoria Bangkok Hotel and MRB Serviced Apartment and U Kaoyai Hotel, the lessees of the properties of the Trust have agreed to place deposits of Baht 50.27 million and Baht 4.10 million, respectively, as the securities for the lease agreements. The Trustee, on behalf of the Trust, will take custody of the deposits throughout the lease periods. However, the management has considered that the Trust has no control over the lease deposits, therefore, the lease deposits are not to be regarded as assets of the Trust. As at 31 March 2025, the balance of the cash at banks pertaining to the lease deposits, including interests (if any) amounted to Baht 54.52 million.

7. Cash at bank

	31 March 2025		31 December 2024	
	Principal	Interest rate	Principal	Interest rate
	(Thousand Baht)	(% per annum)	(Thousand Baht)	(% per annum)
			(Audited)	
Krung Thai Bank Public Company Limited				
Saving account	7,562	0.400	7,347	0.400
Total cash at bank	<u>7,562</u>		<u>7,347</u>	

8. Accrued expenses and other payables

	(Unit: Thousand Baht)	
	31 March 2025	31 December 2024
		(Audited)
Accrued expenses	5,224	5,387
Advance received	10,000	10,000
Withholding tax payables	5,465	5,470
Value added tax payables	206	206
Accrued interest expenses	173	352
Total accrued expenses and other payables	21,068	21,415

9. Long-term loan from financial institution

The long-term loan from financial institution of Baht 1 billion bears interests at MLR less a fixed rate as stipulated in the loan agreement. The interest is payable every month starting from the drawdown of the loan (28 September 2022). The loan will become due on the earlier of the last working day of commercial bank in the third year after the drawdown of the loan or the date that the Trust received the proceeds from the buyback of assets of Waldorf Astoria Bangkok Hotel and MRB Serviced Apartment, and U Kaoyai Hotel. There was no movement of the long-term loan from financial institution during this current period.

The long-term loans are secured by the mortgage of the land and building that owned by the Trust and business collateral agreements which include the registrations of the sub-lease and leasehold right as collateral, the transfer of the sub-lease and leasehold right over Waldorf Astoria Bangkok Hotel and MRB Serviced Apartment, the lease deposits and the transfer agreement of the deposits upon conditions. In addition, under the long-term loan agreement, the Trust is required to comply with various conditions, including maintaining certain financial ratios.

10. Retained earnings

	(Unit: Thousand Baht)
Retained earnings as at 1 January 2025	4,445
Add: Net investment income	54,377
Less: Distributions to unitholders (Note 11)	(54,373)
Retained earnings as at 31 March 2025	4,449

11. Distribution to unitholders

The Trust announced the payment of distribution during the three-month periods ended 31 March 2025 and 2024 consisted of the follows:

<u>Announcement date</u>	<u>Period</u>	<u>Per unit</u>	<u>Amount</u>
		(Baht)	(Thousand Baht)
26 February 2025	1 January 2025 to 31 March 2025	0.1750	54,372.50
Total for the three-month period ended 31 March 2025		<u>0.1750</u>	<u>54,372.50</u>
27 February 2024	1 January 2024 to 31 March 2024	0.1750	54,372.50
Total for the three-month period ended 31 March 2024		<u>0.1750</u>	<u>54,372.50</u>

12. Related party transactions

During the period, the Trust had significant business transactions with related parties, which have been concluded on the commercial terms and bases agreed upon in the ordinary course of business between the Trust and related parties. There were no significant changes in the transfer pricing policy of transactions with related parties during the current period. Below is a summary of those transactions for the three-month periods ended 31 March 2025 and 2024.

	(Unit: Thousand Baht)	
	<u>2025</u>	<u>2024</u>
<u>Trust manager</u>		
Trust management's fee	5,467	5,524
<u>Trustee</u>		
Trustee's fee	2,167	2,189
<u>Major shareholder of the trustee</u>		
Interest income	4	14
Interest expense	15,763	16,330
<u>Related to trust manager by having</u>		
<u>common director and shareholder</u>		
Income from investments in properties	54,373	54,373
Other income	23,626	24,274

The balances of the accounts between the Trust and those related parties are as follows:

	(Unit: Thousand Baht)	
	31 March 2025	31 December 2024
		(Audited)
<u>Trust manager</u>		
Accrued trust management's fee	3,584	3,696
<u>Trustee</u>		
Accrued trustee's fee	1,421	1,466
<u>Major shareholder of the trustee</u>		
Cash at bank	7,562	7,347
Long-term loan	1,000,000	1,000,000
Accrued interest expenses	173	352
<u>Related to trust manager by having</u>		
<u>common director and shareholder</u>		
Investments in properties with buy-back condition	4,111,000	4,111,000
Accrued other income	13,635	14,193
Advance received	10,000	10,000

13. Commitments

The Trust is committed to pay fees to counterparties under the terms as described in Note 14 to the financial statements for the year ended 31 December 2024 of the Trust.

14. Approval of interim financial statements

These interim financial statements were authorised for issue by the authorised directors of the trust manager on 13 May 2025.