

Highlights of the Additional Investment Assets and Benefits from the Investment in the Additional Investment Assets

1. Highlights of the Additional Investment Assets

The Additional Investment Assets have various highlights which will increase the benefits for WHAIR as follows:

- **Prime Location**

The Additional Investment Assets consist of factory buildings and warehouses, located in prime locations, whereby the Additional Investment Assets are located within the Eastern Seaboard area (Chonburi and Rayong Province). Both areas are considered strategic locations and one of the most important centers of the factory for rent and warehouse for rent business operations in the country. The Eastern Seaboard area is the connection point for production bases and transportation of goods by land (Bang Na-Chonburi Expressway, Motorway, and Phahon Yothin Road) by air (Suvarnabhumi International Airport, Don Mueang International Airport, and U-Tapao International Airport), and by sea (Laem Chabang Port and Bangkok Port). Furthermore, these areas demonstrate good economic growth prospects.

Therefore, the Additional Investment Assets mentioned above that WHAIR will invest in at this time are located in suitable locations, which are the key strategic points in both domestic and international transportation, situated on the main routes of distribution and transportation of goods to various regions, and are close to Bangkok, resulting in convenience in traveling and transportation of goods to various transportation centers. As a consequence, the transportation cost can be greatly decreased for the lessees.

- **Quality and the Characteristics of the Additional Investment Assets**

The Additional Investment Assets are in good condition, with an average age of approximately 9.48 years as of the prospective investment date by WHAIR on 1 January 2025. The factory buildings and warehouses are modern and meet international standards. The floors of the factory buildings are durable and can support weights of 5.0 tons per square meter, while the floors of the warehouse buildings can support up to 5.0 tons per square meter. The main feature is the design for open space, which allows for the efficient layout of the production line. Additionally, their natural light and good ventilation can save energy and help reduce production costs for operators.

The Additional Investment Assets have been planned for optimal location selection and are well designed with consideration for the responsibilities to customers, operators, communities, and the environment. In addition, the said assets are located in

an elevated area near public water sources. The utility system is designed to use large drainage gutters, and there are slopes in the area within the industrial estate that can help prevent flooding from outside, support rainwater management, and efficiently drain water out of the project. Therefore, it can significantly reduce the risk of flooding. Moreover, the Additional Investment Assets have never been affected by flood. These factors make the factory buildings and warehouse buildings invested in by WHAIR highly desirable to manufacturers and operators.

In addition, the land areas of some detached building factories for rent are designed to be flexible to support operators' expansion. Some parts of the space were reserved for the expansion to the part currently being used by the lessees (this area is referred to as the "Expandable Area"). When lessees need to expand their factory area due to business growth, the lessee in the said unit can seamlessly expand their factory building area without relocating their production base to a larger facility. Consequently, lessees can maintain uninterrupted business operations. Therefore, the factory buildings that WHAIR will invest in for this additional investment are in high demand among lessees and this will also contribute to future revenue growth of WHAIR from investing in the said expansion area and reducing the risk associated with customers relocating their production bases.

- **Potential of Property Manager**

WHAIR will appoint WHA Industrial Development Public Company Limited (“**WHAID**”) as the Property Manager of WHAIR, whereby WHAID is a leader in the country's industrial estate development business. WHAID was incorporated on 15 August 1988 with expertise and experience in managing the Additional Investment Assets to be invested in by WHAIR, especially in the industrial estate development and the provision of various utility services.

- **Potential of Lessees**

The Additional Investment Assets have the potential to generate substantial income. The group of lessees is the target group with strong business potential and good financial stability. There is also diversity in terms of nationality, including, Chinese, European, and Australian lessees, as well as distribution of business types such as automotive, consumer, logistic groups, etc. Therefore, the Company is confident that the Additional Investment Assets that WHAIR will invest in at this time will be able to maintain rental rates at satisfactory levels ensuring stable and continuous income in the future.

2. Benefits from the Investment in the Additional Investment Assets

The Company expects that the investment in the said Additional Investment Assets will benefit WHAIR and the Trust Unitholders as follows:

- **The investment in the Additional Investment Assets is in line with the objectives and the investment policy of WHAIR**

The additional investment by investing in long-term leasehold right in lands, factory buildings, and warehouse buildings by WHAIR at this time aligns with the objectives of the establishment of WHAIR. It seeks investment opportunities in additional immovable properties, which will be able to enhance the value of WHAIR's assets for the purpose of generating income and returns for WHAIR and Trust Unitholders of WHAIR.

- **The investment in assets that have the potential to generate income which will increase the benefits of WHAIR**

The Company believes that the key features of the additional investment by WHAIR at this time include location, asset quality, the potential of the Property Manager, and the potential of lessees as described above. This will enhance the benefits for WHAIR by providing opportunities to increase rental and service income, thereby improving the operating results of WHAIR with greater stability.

- **The increase in the variety of income sources, the opportunities for revenue growth from the investment in the Additional Investment Assets**

The investment in these Additional Investment Assets aims to diversify of the income sources of WHAIR because it is the investment in assets located across various locations. The Company anticipates that the revenue of WHAIR will increase, along with the estimated revenue and the projected distribution and capital reduction proceeds per unit for the period from 1 January 2025 – 31 December 2025 as follows:

	Existing Properties (Baht Million)	Properties after the Additional Investment No. 5 (Baht Million)
Rental and service income	889.53	976.62

	Existing Properties (Baht Million)	Properties after the Additional Investment No. 5 (Baht Million)
Other income	2.23	2.44
Total revenue	891.76	979.06
Property management fee	(86.71)	(92.30)
Net property income	805.05	886.76
Management fee and trust management expenses	(55.27)	(59.39)
Issuance costs for the additional investment No. 5	-	(8.64)
Interest expenses	(189.48)	(211.06)
Net profit available for benefits distribution	560.30	607.67
<u>(Deduct)</u> non cash rental and service income	(2.81)	(2.49)
<u>(Deduct)</u> Deferred property management fee	(6.41)	(6.43)
<u>Add back</u> Interest payable and prepaid bank fees	8.34	13.01
Net cash available for benefits distribution	559.42	611.76
<u>Add back</u> Excess liquidity from amortisation of issuance costs for additional investment Assets No. 5	-	8.64
Net cash available for benefits distribution and capital reduction	559.42	620.40
Projected benefits distribution and capital reduction rate (%)	93.50	93.50
Projected net cash for benefits distribution and capital reduction	523.06	580.07
Projected distribution of benefits and capital reduction		
- Benefits distribution	523.06	580.07
- Capital reduction	-	-
Benefits distribution and capital reduction	523.06	580.07

Number of trust units (million units) ¹	949.62	1,053.13
Projected benefits distribution and capital reduction per unit (Baht)		
- Benefits distribution per unit	0.55	0.55
- Capital reduction per unit	-	-
Benefits distribution and capital reduction per unit	0.55	0.55

¹ The number of Trust Units is for illustrative purposes only. The final issuing and offering number of trust units may be more, less, or equal to the projection.

However, referring to the above table, the estimation of distribution and capital reduction proceeds to be paid to the Trust Unitholders after the investment in the Additional Investment Assets No. 5 pursuant to the assumption of the income and distribution statement for 12-month period from 1 January 2025 to 31 December 2025 is equal to Baht 0.55 per unit, representing the estimated payout rate of the distribution and capital reduction proceeds for the Trust Unitholders when calculated from the closing price on the weighted average of the Trust Units of WHAIR from 25 April 2024 to 17 May 2024 (15 business days) at Baht 5.84 per unit, equivalent to approximately 9.42 percent.

The above-estimated payout rate of the distribution and capital reduction proceeds is a hypothesis based on assumptions and from the weighted average closing price (over 15 business days), without guaranteeing the return rate that the Trust Unitholders will receive. The payout rate of the distribution and capital reduction proceeds depends on the final offering price, as stated in the Registration Statement for the Offering of Trust Units and/or the Prospectus of Trust Units in this fourth capital increase of WHAIR.

- **The possibility to enhance liquidity in the trading of Trust Units**

The issuance and offering for sale of additional Trust Units at this time will increase the number of Trust Units of WHAIR issued and offered for sale from 949,616,116 Trust Units to a maximum of 1,069,616,116 Trust Units (with the issuance and offering for sale of up to 120,000,000 additional Trust Units). The Company expects that this increase in the volume of the Trust Units of WHAIR will enhance liquidity in the trading of WHAIR Trust Units on the Stock Exchange of Thailand.