

Jor Tor 11 - 670120

April 4, 2024

**Subject:** Invitation to the 2024 Two-way Communication  
Digital Telecommunications Infrastructure Fund (DIF)

**To:** Unitholders of Digital Telecommunications Infrastructure Fund (DIF)

**Attachment:**

1. The Minutes of the 2023 Annual General Meeting of Unitholders (QR Code)
2. Annual Report 2023 (QR Code)
3. Procedures on registration and attending the Two-way Communication
4. Privacy Notice on regarding the Two-way Communication

SCB Asset Management Company Limited as the management company (the "Management Company") of Digital Telecommunications Infrastructure Fund (the "Fund") had notified to the Stock Exchange of Thailand (SET) on 15 February 2024, to convene the 2024 Two-way Communication to be held on 19 April 2024 from 9.30 a.m. onwards (Registration will be commenced at 8.30 a.m.) via electronic communication in accordance with the Capital Market Supervisory Board Notification No. Tor Jor 33/2566. The Management Company would like to invite the unitholders to attend the electronic communication as per the aforementioned date and time, to consider matters as per the following topic

**Topic 1: To acknowledge the Fund management regarding key issues and future management plan**

1. One of the other tenants has decreased the proportion of the use of the fund's assets due to the company amalgamation plan and need to reduce costs and various expenses that may be overlapping. The lease agreement expired on March 31, 2024, resulting in a decrease in rental income received by the fund in 2023.

2. The Fund has renewed the contract as well as settled the new Master Lease Agreement with one of the existing tenants of the Fund with 3 years contract term. In addition, there is also new tenant to lease FOC.

3. In 2023, the Fund had loan repayment totaling of THB 1,091 million according to the Loan Agreements as disclosed on Annual Report 2022 as well as to inform to the Annual General Meeting of Unitholders for the year 2023.

4. Changing the reference interest rate of the Loan Agreement according to the Bank of Thailand (BOT) announcement to prohibit the usage of THBFX which effective on 30 June 2023 onwards. As a result, the Fund has used THOR as a reference interest rate which is recommended as an alternative reference rate by BOT for the Loan Agreement No.4 starting from November 2023 onwards.

**Future management plan**

There are plans to acquire new tenants in order to lease out the remaining capacity of the Fund's assets, other than the portion which leased out by anchor tenants. However, it depends on various conditions for example, their strategy expansion plan, location of the Fund's assets including the available capacity of the Fund's assets whether these meet or not meet the new tenants' requirement.

**Topic 2: To acknowledge the Financial Position and performance for the year 2023**

It is proposed to the unitholders to acknowledge the DIF's 2023 Financial Position and operating performance, detail of which are as follows:

The Management Company has summarized the financial position and operating results of DIF and significant incidents arising from 1 January 2023 to 31 December 2023, as per details appeared in the Annual Report 2023 (**Attachment 2**). Therefore, it is deemed appreciate to state the financial position and operating results to unitholders for acknowledgement.

Financial position and operating results of DIF pursuant to the Financial Statements can be summarized as follows:

Financial Position	31 December 2023 (THB)	31 December 2022 (THB)
1. Total Assets	213,915,705,568	217,502,484,707
2. Total Liabilities	43,595,606,359	44,891,422,366
2.1 Long-term borrowings	25,986,657,446	27,003,991,656
2.2 Other liabilities	17,608,948,913	17,887,430,710
3. Net Assets	170,320,099,209	172,611,062,341
4. Net assets value per unit	16.0200	16.2355
Operating Results	1 January - 31 December 2023 (THB)	1 January - 31 December 2022 (THB)
5. Total Income	14,300,573,024	14,425,027,490
5.1 Income from the investment in the asset and revenue sale and transfer agreement	3,096,082,819	3,096,082,819
5.2 Rental Income	11,155,455,779	11,308,369,793
5.3 Interest and other income	49,034,426	20,574,878
6. Total Expenses	2,450,383,330	2,090,399,050
6.1 Fees	204,883,983	218,087,157
6.2 Operating expense	90,707,479	88,102,912
6.3 Finance costs	2,084,249,097	1,734,005,671
6.4 Income tax	3,856,019	3,295,240
6.5 Other expenses	66,686,752	46,908,070
7. Net Investment Income	11,850,189,694	12,334,628,440
8. Net Gain (Loss) from Investments	(3,917,746,250)	(4,872,561,760)
8.1 Net realised gain from interest rate swap	-	45,390,796
8.2 Net unrealised loss from investments	(3,917,746,250)	4,917,952,556)
9. Increase in Net Assets from Operations	7,932,443,444	7,462,066,680
10. Tower's occupancy rate of anchor tenants <sup>/1</sup>	2.33/3.90 <sup>/2</sup>	2.33/3.90 <sup>/2</sup>
11. FOC's occupancy rate of anchor tenants <sup>/1</sup>	77.9%	77.8%

Note: /1 Only assets that can be leasable to 3<sup>rd</sup> party

/2 Tenancy Ratio (slots/tower)

### Dividend payment for the year 2023

According to the dividend payment policy of DIF as prescribed in the Fund prospectus, The Fund shall distribution not less than 90% of adjusted net profit for each fiscal year, and the dividend payment shall be made not less than twice a year.

In fiscal year 2023 (1 January 2023 - 31 December 2023), DIF's total income was THB 14,300.57 million and total expenses of THB 2,450.38 million. In total DIF's net investment income was THB 11,850.19 million. considering with the total net loss from investments of THB 3,917.75 million., DIF had the increase in net assets from operations in 2023 totaling THB 7,932.44 million. Therefore, the Fund has distributed the dividend of 0.9348 THB per unit.

The Fund has considered for adjusted net profit calculation in accordance with the guidance of The Securities and Exchange Commission of Thailand. In 2023, there was an item adjustment regarding the cash reserve for loan repayment totaling THB 1,091 million. Therefore, the Fund has distributed the dividend equivalent to 145.3% of adjusted net profit.

The details can be summarized as follows:

Operating Results	1 January - 31 December 2023	1 January - 31 December 2022
1. Dividend payment (THB/unit)		
1.1 From 1 January - 31 March	0.2450 THB/unit	0.2600 THB/unit
1.2 From 1 April - 30 June	0.2370 THB/unit	0.2600 THB/unit
1.3 From 1 July - 30 September	0.2264 THB/unit	0.2600 THB/unit
1.4 From 1 October - 31 December	0.2264 THB/unit	0.2535 THB/unit
2. Total dividend payment	0.9348 THB	1.0335 THB
3. Unit outstanding (units)	10,631,653,745 units	10,631,653,745 units
4. Total dividend payment	THB 9,938,469,921	THB 10,987,814,145
5. Adjusted net profit <sup>/1</sup> (THB)	THB 6,841,443,444	THB 7,307,066,680
6. Proportion of dividend payment compared to adjusted net profit (%)	145.3%	150.4%

Regarding the calculation of adjusted net profit<sup>/1</sup> for operating results in 2024, the Fund has the policy to reserve cash for loan repayment totaling THB 1,254 million which the Fund has already specified in the Fund operation information (56-REIT1 Form) and the 2023's Annual Report.

Note: /1 Clause 100 of the Capital Market Supervisory Board Notification No. Tor Nor 38/2562 Re: Criteria, Conditions and Procedures of the Establishment and Management of Infrastructure Fund.

### Opinion of Management Company

The Management Company is of the view that financial position and operating results of DIF as shown in the Financial Statements for the year ended 2023 as well as the dividend payment for the year 2023 of DIF based on the operating result of DIF between 1 January 2023 and 31 December 2023 and retained earnings are accurate, proper and in accordance with the provisions specified in the agreement as well as the fund prospectus. In addition, it is deemed appropriate state the matter to unitholders for acknowledgement.

### Opinion of Fund Supervisor

The Fund Supervisor deems that it is appropriate to propose to the Unitholders to acknowledge the financial position and operating results of DIF as shown in the Financial Statements for the year ended 2023 as well as the dividend payment for the year 2023, which was audited and certified by the auditors who have obtained approval from the Office of the SEC to be auditors in the capital market.

### Topic 3: To acknowledge the appointment of auditors and the determination of audit fee for the year 2024

It is proposed to the unitholders to acknowledge the appointment of auditors and determination of audit fee for the year 2024 of DIF, detail of which are as follows:

The Management Company has considered and proposed that the auditors from PricewaterhouseCoopers ABAS Ltd. be appointed as the auditors of DIF for the year 2024 with the remuneration of THB 1,995,000. The names of auditors are as follows:

<u>NAME</u>	<u>No. of year(s) being an auditor of the Fund</u>	<u>Certified Public Account No.</u>
1. Mr. Pisit Thangtanagul	5 years (2019/ 2020/ 2021/ 2022/ 2023)	Certified Public Account No. 4095 and/or
2. Ms. Nuntika Limviriyalers	1 year (2020)	Certified Public Account No. 7358 and/or
3. Ms. Tithinun Vankeo	-	Certified Public Account No. 9432 and/or
4. Ms. Svasvadi Anumanrajdhon	-	Certified Public Account No. 4400

In this regard, the Management Company has summarized the audit fee for the year 2024 in comparison to the audit fee for the year 2023 as shown in the table below:

Auditor fee from PricewaterhouseCoopers ABAS Ltd.

Year 2024	Year 2023	Change
THB 1,995,000	THB 1,995,000	-

*Remark: Excluding out of pocket expenses (if any)*

#### Opinion of Management Company

The Management Company is of the view that the auditor from PricewaterhouseCoopers ABAS Ltd. have duly preformed their duties and have no relationship or conflict of interest with DIF which can independently perform the duties and the annual fee is as market rate. Therefore, it is deemed appreciate to appoint the auditors from PricewaterhouseCoopers ABAS Ltd., namely:

1. Mr. Pisit Thangtanagul (Certified Public Account No. 4095) and/or
2. Ms. Nuntika Limviriyalers (Certified Public Account No. 7358) and/or
3. Ms. Tithinun Vankeo (Certified Public Account No. 9432) and/or
4. Ms. Svasvadi Anumanrajdhon (Certified Public Account No. 4400)

to be the auditors of DIF for the year 2024. In addition, it is deemed appreciate to determine the audit fee for the year 2024 totaling THB 1,995,000. In the case that the aforesaid auditors are unable to perform the duties, PricewaterhouseCoopers ABAS Ltd. shall provide other auditors from its office to audit accounts and express opinions on the financial statements of DIF in replacement of the aforesaid auditors. Moreover, it is deemed appreciate state the aforesaid matter to unitholders for acknowledgement.

#### Opinion of Fund Supervisor

The Fund Supervisor deems that the auditors from PricewaterhouseCoopers ABAS Ltd. are auditors who have been approved by the office of the SEC and they are independent to perform their duties. The auditors have conducted their duties professionally and do not have any relationship or interest with the Fund.

Topic 4: Other matters (if any)

None

The unitholders are cordially invited to attend the meeting on the date and at the time and place accordingly. In this regard, please study the procedures for registration and grant of proxy as per the detail appeared in the **Attachment 3**.

Unitholders can make additional inquiries through the Customer Relations Division of the Management Company at telephone no. 0-2777-7777 during 8.30 - 17.00 hrs. of every business day.

Please be informed accordingly.

Yours faithfully,

Digital Telecommunications Infrastructure Fund

By SCB Asset Management Company Limited

A handwritten signature in blue ink, appearing to read "N. Plodmechai".

(Mr. Narongsak Plodmechai)

Chief Executive Officer

The Minutes of the 2023 Annual General Meeting of Unitholders  
Digital Telecommunications Infrastructure Fund (DIF)

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The Minutes of the 2023 Annual General Meeting of Unitholders

The Management Company would like to inform the Minutes of the 2023 Annual General Meeting of Unitholders of Digital Telecommunications Infrastructure Fund (DIF) for the year 2023 to unitholders for acknowledgement. Unitholders can download The Minutes of the 2023 Annual General Meeting of Unitholders of DIF via QR Code as below



Annual Report 2023  
Digital Telecommunications Infrastructure Fund (DIF)

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Annual Report 2023

The Management Company would like to inform the Fund's performance of Digital Telecommunications Infrastructure Fund for the year 2023 to unitholders for acknowledgement. Unitholders can download Annual Report 2023 of DIF via QR Code as below





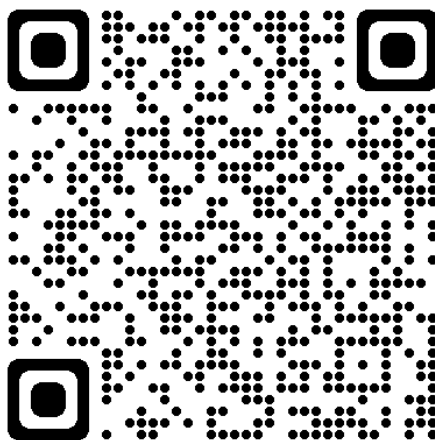
Attachment 3

Procedures for participation of 2024 Two-way Communication  
of Digital Telecommunications Infrastructure Fund (DIF)  
on Friday, 19 April 2024, at 9.30 a.m. via Electronic (Online)

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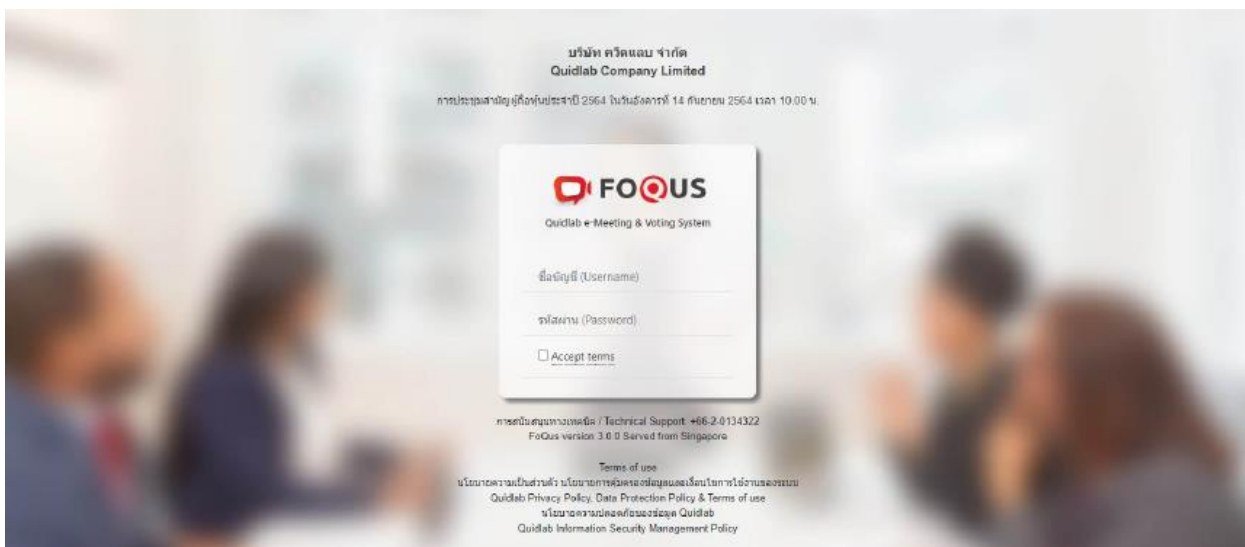
To attend the 2024 Two-way Communication,

Unitholders can participate the Two-way Communication via QRcode or Link below, starting from 8.30 a.m.  
on 19 April 2024



<https://dif.foqus.vc>

After following the above instruction, the login page will be appeared for unitholders to input username and password as example below.



Unitholders are required to input data to login the system as follow.

**Username:** Shareholder's Registration No.\* ( you will find in the registration paper as example below)

**Password:** For Natural person, please input your identification card number or Passport number

For Juristic person, please input your Registration Number of Juristic Person or Registration number of company/Fund.

\*Shareholder's Registration No. can be checked from the registration document which has been sent to unitholders as shown in the below example.

**DIF**  
DIGITAL TELECOMMUNICATIONS INFRASTRUCTURE FUND

กองทุนรวมโครงสร้างพื้นฐานโทรคมนาคม ดิจิทัล  
DIGITAL TELECOMMUNICATIONS INFRASTRUCTURE FUND

สัญชาติ  
Nationality

เลขทะเบียนผู้ถือหลักทรัพย์  
Shareholder's Registration No.  
**12345678910**

ข้าพเจ้า  
I/We  
อยู่บ้านเลขที่  
Address

เป็นผู้ถือหลักทรัพย์ของ กองทุนรวมโครงสร้างพื้นฐานโทรคมนาคม ดิจิทัล  
being a shareholder of DIGITAL TELECOMMUNICATIONS INFRASTRUCTURE FUND

โดยถือหลักทรัพย์จำนวนทั้งสิ้น holding the total amount of	หุ้น/หน่วย shares/units
หุ้นสามัญ Ordinary share	หุ้น/หน่วย shares/units
หุ้นบุริมสิทธิ Preferred share	หุ้น/หน่วย shares/units

แบบฟอร์มลงทะเบียน  
Registration Form

การจัดการสื่อสารสองทาง (Two-way communication)  
Two-way communication

กองทุนรวมโครงสร้างพื้นฐานโทรคมนาคม ดิจิทัล  
DIGITAL TELECOMMUNICATIONS INFRASTRUCTURE FUND

วันศุกร์ที่ 19 เมษายน 2567 เวลา 09:30 น.  
Friday, April 19, 2024 at 09:30 hrs.

การสื่อสารทางอิเล็กทรอนิกส์  
Electronic Communication

ข้าพเจ้า.....เป็นผู้ [ ] หรือผู้รับมอบฉันทะ  
I/We ..... am/are shareholder or proxy of a shareholder

ของ กองทุนรวมโครงสร้างพื้นฐานโทรคมนาคม ดิจิทัล  
of DIGITAL TELECOMMUNICATIONS INFRASTRUCTURE FUND

หมายเลขบัตรประจำตัวประชาชน.....ได้มาเข้าร่วมการประชุมนี้  
which the identification (ID) number ..... attend the above mentioned meeting.

ลงชื่อ.....ผู้เข้าร่วมประชุม  
Sign ..... Meeting Attendee

( ..... )

การจัดการสื่อสารสองทาง (Two-way Communication) ประจำปี 2567 ผ่านสื่ออิเล็กทรอนิกส์  
โปรดศึกษารายละเอียดเวลาออกสารแนบ  
2024 Two-way Communication will be arranged via Electronic communication, please find details in attachment

Example to Login into the system

For Natural Person

Username: 12345678910

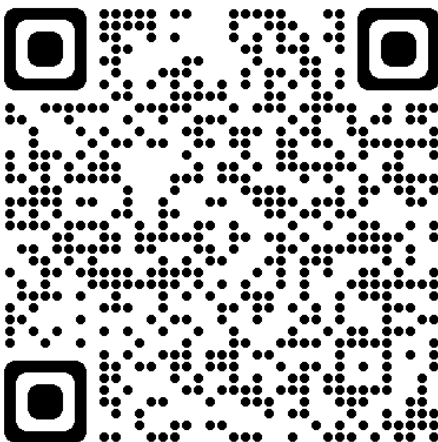
Password: xxxxxxxxxxxx (identification card number or Passport Number)

For Juristic Person

Username: 12345678910

Password: xxxxxxxxxxxx (Registration Number of Juristic Person or Registration number of company/Fund.

Unitholders can find the manual on how to use to use the E-meeting system of Quidlab Company limited, who is a service provider for Two-way Communication of the fund, via QRcode as shown below.



[https://quidlab.com/img/eagm/E-AGM\\_manual\\_Thai\\_SCB.pdf](https://quidlab.com/img/eagm/E-AGM_manual_Thai_SCB.pdf)

In case that unitholders encounter problems in using the system, you can contact via following numbers.

1. Quidlab Company Limited, Tel 02-0134322 ,080-008-7616, 084-100-1211 ,098-438-9689

2. SCBAM Client Relations. Tel 02-777-7777 or 02-949-1655 or 02-028-1820

For unitholders who are unable to participate in the 2024 Two-way Communication, unitholders can follow the Fund's news at the management company website: [www.scbam.com](http://www.scbam.com)

In this regard, the management company will prepare the Two-way Communication report which summarize the key information, Questions and Answer via management company website and notify the dissemination of information to unitholders via website of Stock Exchange of Thailand within 14 days from the Two-way Communication date or within 3 May 2024.

## Privacy Notice on regarding the Two-way Communication

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SCB Asset Management Company Limited (“Management Company”), as the Management Company of Digital Telecommunications Infrastructure Fund (DIF), places importance on the privacy of your personal information and strictly adheres to the Personal Data Protection Act B.E. 2562 (“Personal Data Protection Act”). Therefore, this privacy notice has been issued so that unitholders to be informed about the processing of your personal data in relation to the Two-way Communication as follows:

The Management Company will collect or receive various types of personal information from you directly. This includes but is not limited to the following personal data:

- **General personal information** for Two-way Communication invitations, identity verification, such as name, surname, address, date of birth, phone number, email, nationality, occupation, tax ID, ID number, juristic person registration number, investment units, etc.
- **Meeting notes information** for preparing the minutes of the Two-way Communication such as photos or movies from video recordings within the Two-way Communication that includes content, questions, answers, and comments from the Two-way Communication .
- **Sensitive Data** in some cases, the Management Company may receive your sensitive information, such as race, religion, blood type, which comes from a copy of your ID card from your identity verification. The Management Company would like to inform you that the Management Company has no processing purpose, and that sensitive personal data is not recorded on the company's information system. You can conceal sensitive information before delivering documents to the Management Company. If you do not conceal such sensitive personal information, the Management Company reserves the right to conceal sensitive information on the received documents. It does not constitute the collection of your sensitive information.

### 1. Why the Management Company collect, use, or disclose your personal data?

The Management Company collects, uses, and discloses your personal data for the following purposes:

#### 1.1. Legal Obligation Basis

To invite, hold and organize a Two-way Communication of unitholders which includes your identity, document transmission, performing any action to comply with the resolution of the Two-way Communication, and sending news or offering benefits to unitholders.

## 1.2. Legitimate Interest Basis

- To prepare the minutes of the Two-way Communication and as evidence of your attendance, to protect the security, including for any purpose as necessary, which is relevant legitimate benefits of the Management Company and other persons within the scope of your reasonable expectations.
- To comply accordingly with legal obligations between the Management Company and/or cooperate with the court regulator, government agencies, and law enforcement agencies for the exercise of state power enforced on the Management Company.

## 2. Period of collecting your personal data.

The Management Company will retain your personal data for a period that is reasonably necessary to achieve the objectives of the Management Company receiving such personal data. However, the Management Company may retain your personal data for longer than the period if the Management Company is required to comply with relevant laws.

## 3. Your rights in your personal data.

Under the provisions of the law and the exceptions according to the relevant laws. You may have the right to request access to and/or obtain a copy, transfer, correction, deletion, destruction, or anonymization of the information. Certain types of your personal data that the Management Company has suspended and/or objected to certain types of activities that the Management Company has and uses your personal data. The Management Company may not be able to fully provide the management company's services to you. You may have the right to request the Management Company to disclose how we obtained your Personal Data without your consent and submit a complaint to the competent authority under applicable laws.

## 4. Disclosure of your personal data

The Management Company may disclose your personal information under the rules of Personal Data Protection Act, that to achieve the personal data processing objectives specified in this privacy notice, to people or organizations as follows.

- The Securities and Exchange Commission (SEC), The Stock Exchange of Thailand (SET), Ministry of Commerce

- Two-way Communication service providers, financial institutions, consultants, professional service providers, and other persons necessary to enable the objectives to be carried out.
- Courts or persons involved in litigation

#### 5. How to contact us

##### SCB Asset Management Company Limited

- **Head office** located at 7-8th Floor. SCB Park Plaza 1, 18 Ratchadapisek Road, Chatuchak, Bangkok 10900 Thailand
- **Data Protection Officer** by writing to E-mail: [dpo.scbam@scb.co.th](mailto:dpo.scbam@scb.co.th) or our address as specified above.

If you would like to exercise your rights in accordance with PDPA, please contact us through SCBAM Client Relations Tel. 02-777-7777 during the Company's office hours.

JorTor. 11- 670119

4 April 2024

**Subject** Amendment of Digital Telecommunications Infrastructure Fund's Fund Scheme

**Attention** Unitholders

**Referred to**

1. The Capital Market Supervisory Board Notification No. Tor Nor 38/2562 Re: Criteria, Conditions and Procedures of the Establishment and Management of Infrastructure Fund (Codified) ("Tor Nor 38/2562")
2. The Capital Market Supervisory Board Notification No. Tor Nor 38/2564 Re: Criteria, Conditions and Procedures of the Establishment and Management of Infrastructure Fund (No.2) ("Tor Nor 38/2564")
3. The Capital Market Supervisory Board Notification No. Tor Nor 30/2566 Re: Criteria, Conditions and Procedures of the Establishment and Management of Infrastructure Fund (No.4) ("Tor Nor 30/2566")
4. The Capital Market Supervisory Board Notification No. Tor Jor 20/2561 Re: Criteria, Conditions and Disclosure information of Property Fund and Real Estate Investment Trust or Infrastructure Fund (Codified) ("Tor Jor 20/2561")
5. The Capital Market Supervisory Board Notification No. Tor Jor 33/2566 Re: Criteria, Conditions and Disclosure information of Property Fund and Real Estate Investment Trust or Infrastructure Fund (No.2) ("Tor Jor 33/2566")

**Enclosure** Summary Table of the Amendments of Fund Scheme

SCB Asset Management Company Limited (the "Management Company") as the Management Company of Digital Telecommunications Infrastructure Fund ("DIF") wishes to announce that the Management Company intends to notify about the amendments of Fund Scheme in accordance with the Capital Market Supervisory Board Notification, as Referred to. Therefore, the Management Company intends to notify the amendments of Fund Scheme to unitholders. The details of the aforementioned amendments, are provided in the Enclosure. The effective date for the amendment of Fund scheme is 7 March 2024.

In this regard, the Unitholders may view the details of the amendments of Fund Scheme and download the amended prospectus of PPF on the website [www.scbam.com](http://www.scbam.com) or for further inquiries, please contact the Customer Relations Department of the company Tel: 02-777-7777 during business hours from 8.30 hrs. to 17.00 hrs. on business days.

Please be informed accordingly.

Yours faithfully,

Digital Telecommunications Infrastructure Fund

By SCB Asset Management Company



(Mrs. Tipaphan Puttarawigorn)

Executive Director,

Property and Infrastructure Investment Group

Summary of the amendment of the Fund scheme of Digital Telecommunication infrastructure fund

Topic	Details of the existing Fund scheme	Details of the amendment Fund scheme	Objective	Rationale for Amendment
<p>2.7 Policy and Dividend Distribution Method and Return of Invested Capital</p>	<p>2.7.1 Dividend Distribution Policy</p> <p>DIF has a policy to pay dividend distributions to Unitholders at least twice a year if the Fund has sufficient earnings.</p> <p><del>In order to comply with the Fund Scheme and the Securities Law, if the Fund has a net profit in a given year and does not have accumulated losses, it must pay, in aggregate, not less than 90 percent (or any other percentage as may be permitted by the Securities Law from time to time) of its adjusted net profit for the year as dividend distributions to Unitholders. The Management Company will calculate the adjusted net profit by deducting the following from the net profit of the Fund:</del></p> <p><del>(a) unrealized gain from the appraisal of the infrastructure assets of the Fund and other adjustment items in</del></p>	<p>2.7.1 Dividend Distribution Policy</p> <p>DIF has a policy to pay dividend distributions to Unitholders at least twice a year if the Fund has sufficient earnings.</p> <p>1) If the Fund has a net profit in a given year and does not have accumulated losses, it must pay, in aggregate, not less than 90 percent (or any other percentage as may be permitted by the Securities Law from time to time) of its adjusted net profit for the year as dividend distributions to Unitholders.</p> <p><b>The adjusted net profits</b> mean the net profits deducted by the reserve's cash, in accordance with the plan clearly specified in the Fund Scheme and the prospectus, annual information disclosure form, annual report or the notification given in advance by the Management Company to the Unitholders, for the following purposes:</p>	<p>To update the Fund Scheme to be current</p>	<p>To be in line with the Notification of Capital Market Supervisory Board Tor Nor 38/2564 Re: Management of Infrastructure Fund (No.2) Clause 3 and Tor Nor 30/2566 Clause 3</p>



Topic	Details of the existing Fund scheme	Details of the amendment Fund scheme	Objective	Rationale for Amendment
	<p>accordance with the guidelines of the Thai SEC, to be in line with the cash basis of the Fund;</p> <p>(a) capital reserve for the repair and improvement of the Infrastructure Business of the Fund, including the Telecom Infrastructure Assets, in accordance with the plans specified in the Fund Scheme and the Prospectus, as notified in advance by the Management Company to Unitholders from time to time;</p> <p>(b) capital reserve for repayment of any loan or commitment of the Fund according to the borrowing policy expressly specified in the Fund Scheme and Prospectus or notified in advance by the Management Company to Unitholders; and</p>	<p>(a) Repair, maintenance, or improvement of the fund's infrastructure assets.</p> <p>(b) Repayment of loans or settlement of obligations in accordance with the borrowing policy.</p> <p>(c) Payment of distribution to the preference Unitholders (if any).</p> <p>2) Considering the dividends payment to the Unitholders, the management company must consider the necessity of maintaining the fund's cash appropriately in accordance with the guideline of the Office of SEC</p> <p>3) The management companies must not borrow money to pay dividends to unitholders.</p> <p>4) If the fund has accumulated loss, the management company will not make any payment to unitholders.</p> <p>In the event where the management company cannot pay dividends according to</p> <p>(1) the fund supervisor and the management</p>		

Topic	Details of the existing Fund scheme	Details of the amendment Fund scheme	Objective	Rationale for Amendment
	<p><del>(c) capital reserve for payment of dividend distributions to every category of Unitholders who has the first priority over distributions of benefits or return of capital (if any).</del></p> <p><del>In the event that the Fund has a non-cash expense, such as an expense that is gradually amortized or an unrealized loss, the Fund will create provisions for the items set out under (b) and (c) above in the amount not exceeding the amount prescribed under (b) and (c) above for each financial period less the non-cash expenses</del></p>	<p>company must explain the reason of necessity to the SEC in accordance with the guideline of the SEC and disclose to unitholders of the fund in the Two-way Communication whether by meeting directly or by other ways.</p>		
<p>4.5 Disclosure and Reporting Requirements</p>	<p>4.5.5 Annual Reports</p> <p>The Management Company shall prepare and submit to Unitholders, the Office of the SEC and to the SET an annual report of the Fund within four months of the end of each financial year</p>	<p>4.5.5 Annual Reports</p> <p>The Management Company shall prepare and submit to Unitholders, the Office of the SEC and to the SET an annual report of the Fund within four months of the end of each financial year of the Fund. The submission</p>	<p>To update the Fund Scheme to be current</p>	<p>To be in line with the Notification of Capital Market Supervisory Board Tor Jor 33/2566 Clause 5</p>

Topic	Details of the existing Fund scheme	Details of the amendment Fund scheme	Objective	Rationale for Amendment
	<p>of the Fund. The submission date to the Office of the SEC must not be later than the submission date to the unitholders. <del>The annual report must be sent to the unitholders along with the notice to the annual general meeting of Unitholders.</del></p> <p>If during any financial year there is a capital reduction, the details of such reduction of capital of the Fund shall also be made available at the website of the Management Company for inspection by investors.</p>	<p>date to the Office of the SEC must not be later than the submission date to the unitholders. The annual report will be sent to the unitholders in the form of printed documents or electronic information, consider appropriateness.</p> <p>If during any financial year there is a capital reduction, the details of such reduction of capital of the Fund shall also be made available at the website of the Management Company for inspection by investors.</p>		
<p>4.5 Disclosure and Reporting Requirements</p> <p>4.5 ข้อกำหนดการเปิดเผยข้อมูลและการรายงาน</p>	<p>4.5.8 NAV Reporting Requirements</p> <p>The Management Company shall disclose in a quarterly report the value of the total assets, the NAV and the Value of Investment Units within 45 days from the end of each quarter. Please refer to “Total Asset Value, NAV and Value of Investment Units” for further details.</p>	<p>4.5.8 NAV Reporting Requirements</p> <p>The Management Company shall disclose in a quarterly report the value of the total assets, the NAV and the Value of Investment Units within 45 days from the end of each quarter. Please refer to “Total Asset Value, NAV and Value of Investment Units” for further details.</p>	<p>To update the Fund Scheme to be current</p>	<p>To be in line with the Notification of Capital Market Supervisory Board Tor Jor 33/2566 Clause 4</p>

Topic	Details of the existing Fund scheme	Details of the amendment Fund scheme	Objective	Rationale for Amendment
	<p data-bbox="562 293 1064 373"><b>4.5.9 Compliance with Relevant Laws and Regulations</b></p> <p data-bbox="651 421 1064 975">The Management Company will proceed in accordance with the rules and procedures as set out above, except in the event that the Office of the SEC or any other relevant authority has amended, changed, announced, ordered, or approved otherwise. In such case, the Management Company shall act in accordance with any such amendment, change, announcement, order or approval and the Unitholders shall be deemed to have approved such act.</p>	<p data-bbox="1090 293 1570 363"><b>4.5.9 Report about the fund's management, including following information.</b></p> <ul style="list-style-type: none"> <li data-bbox="1189 384 1570 454">a) the fund management regarding key issues and future management plan</li> <li data-bbox="1189 480 1570 550">b) the appointment of the fund's auditors and determination of the audit fee.</li> </ul> <p data-bbox="1090 651 1628 721"><b>4.5.10 Compliance with Relevant Laws and Regulations</b></p> <p data-bbox="1180 742 1628 1249">The Management Company will proceed in accordance with the rules and procedures as set out above, except in the event that the Office of the SEC or any other relevant authority has amended, changed, announced, ordered, or approved otherwise. In such case, the Management Company shall act in accordance with any such amendment, change, announcement, order or approval and the Unitholders shall be deemed to have approved such act.</p> <p data-bbox="1171 1270 1628 1340">The report showing financial position and operating results of the fund the past fiscal year</p>		

		<p>which has audited and opinions from auditor according to 4.53-4.5.6 and the report about the fund's management according to 4.5.9 shall be provided to unitholders via communication channel according to the following criteria, taking into account the opportunity to unitholder to receive information equally and fairness.</p> <p>a) Communication in the form of two-way communication, whether by meeting directly with unitholders or by other ways, so the unitholders can inquiries for additional information, within 4 (Four) months from the end of the fiscal year of the fund.</p> <p>b) In the event that unitholders have inquiries about the related information, will be prepared and disclosed summary of key issue in the form of questions and answers in order to other unitholders for acknowledgment within 14 days from the date of completion in a)</p>		
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Topic	Details of the existing Fund scheme	Details of the amendment Fund scheme	Objective	Rationale for Amendment
<p>5.2.2 Disclosure of Total Asset Value, NAV and Value of Investment Units</p>	<p>5.2.2 Disclosure of Total Asset Value, NAV and Value of Investment Units</p> <p>The Management Company shall disclose in a quarterly report the value of the Fund's total assets, the NAV and the Value of Investment Units within 45 days of the end of each quarter. The Fund Supervisor shall certify that the computation of the value of the Fund's total assets, the NAV and the Value of Investment Units are made in accordance with the Securities Law.</p> <p>The Management Company also needs to disclose such information through the SET's disclosure system and <del>disclose to the Unitholders by publication in a local daily newspaper and post at all business addresses of the Management Company and at the head office of the Fund Supervisor the name, type and location of the Assets, if required.</del></p>	<p>5.2.2 Disclosure of Total Asset Value, NAV and Value of Investment Units</p> <p>The Management Company shall disclose in a quarterly report the value of the Fund's total assets, the NAV and the Value of Investment Units within 45 days of the end of each quarter. The Fund Supervisor shall certify that the computation of the value of the Fund's total assets, the NAV and the Value of Investment Units are made in accordance with the Securities Law.</p> <p>The Management Company also needs to disclose such information through the SET's disclosure system and disclose to the Unitholders in any ways so the Unitholders know such information through appropriate channels such as, publication in a newspaper or announce on the website, etc., type and location of the Assets, if required.</p>	<p>To update the Fund Scheme to be current</p>	<p>To be in line with the Notification of Capital Market Supervisory Board Tor Jor 20/2561 Section 3, Clause 26</p>