This English translation has been prepared solely for the convenience of foreign unitholders of CPNREIT and should not be relied upon as the definitive and official document. The Thai version is the definitive and official document and shall prevail in all respects in the event of any inconsistency with this English translation.

No. CPNREIT 2026/11001

4 November 2026

Re: Invitation to Unitholders' Meeting No. 1/2026 to be held via electronic means (E-meeting) only

To: Unitholders
CPN Retail Growth Leasehold REIT

Enclosures:
1) Information Memorandum regarding the Entering into of a Connected Transaction
2) Independent Financial Advisor's Opinion on a Connected Transaction
3) List of Unitholders who Have Special Interest in Agenda Item 1
4) Proxy Forms
5) Documents Required for Verification of Rights to Attend the Meeting and Procedures for Attending the Meeting via Electronic Means
6) List of Trustee Representatives Nominated for Appointment as Proxy
7) Privacy Notice

At its meeting on 12 October 2026, the Board of Directors of CPN REIT Management Company Limited, in its capacity as the REIT Manager (the "**REIT Manager**") of CPN Retail Growth Leasehold REIT ("**CPNREIT**"), resolved to convene Unitholders' Meeting No. 1/2026 on 19 November 2026 at 3.00 p.m. via electronic means (E-meeting) only. The record date for determining the unitholders entitled to attend Unitholders' Meeting No. 1/2026 was fixed as 26 October 2026. The following agenda items will be considered:

Agenda 1 To consider and approve the subleasing of immovable properties and utilities systems as well as the leasing of movable assets in connection with the Hilton Pattaya Hotel project and the entering into of a connected transaction with the REIT Manager

Fact and Rationale: Since agreements for the sublease of the immovable properties and utilities systems and the lease of the movable assets in connection with the Hilton Pattaya Hotel project will expire at the end of December 2026. Accordingly, the REIT Manager arranged a public bidding process to allow interested parties to submit proposals for the sublease of the Hilton Pattaya Hotel project. The bidding process closed at 4.00 p.m. on 30 June

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2026. In this regard, only one party registered to submit a proposal to become the sub-lessee of the properties, namely CPN Pattaya Hotel Co., Ltd. ("**CPN Pattaya Hotel**"). The chronology of events is as follows:

Date	Event
16 January 2026	The REIT Manager announced the commencement of the process to select a sub-lessee of the properties through the information disclosure system of the Stock Exchange of Thailand and appointed Cushman & Wakefield Services (Thailand) Limited ("**Cushman**") as the bidding advisor to act as the agent for selecting the sub-lessee of the properties.
21–30 January 2026	Interested parties were required to register their intention to submit a proposal to become the sub-lessee of the properties.
2–20 February 2026	Registered parties were required to submit their bid envelopes.
20 February 2026 (4.00 p.m.)	The submission of bid envelopes closed. There was only one party registered to submit a proposal to become the sub-lessee of the properties, namely CPN Pattaya Hotel. In this regard, CPN Pattaya Hotel requested an extension of time to further consider the terms and details of its proposal.
23 February 2026	The REIT Manager announced an extension of the period for selecting the sub-lessee of the properties through the information disclosure system of the Stock Exchange of Thailand to provide other interested parties with an equal opportunity to submit proposals.
24 February–10 March 2026	Interested parties were required to register their intention to submit a proposal to become the sub-lessee of the properties.
1 April–30 June 2026	Registered parties were required to submit their bid envelopes.
30 June 2026 (4.00 p.m.)	The submission of bid envelopes closed.
1 July 2026	The REIT Manager opened the bid envelope jointly with SCB Asset Management Co., Ltd., in its capacity as trustee of CPNREIT (the "**Trustee**"), and Cushman, in its capacity as the agent for selecting the sub-lessee, at the Trustee's office.

The Board of Directors' Meeting of the REIT Manager considered the terms and proposal of CPN Pattaya Hotel and was of the view that the rental fees proposed by CPN Pattaya Hotel were acceptable and higher than those under the current agreements, and that the other terms and conditions in the proposal remained the same as those currently agreed with CPNREIT. In addition, to continue procuring benefits from the utilization of the core assets in the Hilton Pattaya Hotel project, the Board of Directors' Meeting of the REIT Manager therefore approved the proposal to the Unitholders' Meeting for consideration and approval of the sublease of the immovable properties

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and utilities systems and the lease of the movable assets of the Hilton Pattaya Hotel project to CPN Pattaya Hotel, which is a related person of the REIT Manager, as well as the entering into of a connected transaction. The details are as follows:

Sub-lessor/lessor	CPNREIT
Sub-lessee/lessee	CPN Pattaya Hotel
Nature of relationship	CPNREIT (as acting by the REIT Manager) and CPN Pattaya Hotel are both subsidiaries of Central Pattana Public Company Limited ("**Central Pattana**").
Details of assets to be subleased/leased	1. Immovable properties or assets to be subleased are as follows: 1.1 Building and structures in Hilton Pattaya Hotel located at No. 333/101, Moo 9 Pattaya Sai 1 Road, Nongprue Subdistrict, Banglamung District, Chon Buri Province comprising one (whole) 21-storey hotel building with 304 guest rooms of approximately 15,298 square meters, having common area of approximately 33,816 square meters, and 29 indoor parking lots of approximately 572 square meters, totaling to the subleased area of approximately 49,686 square meters. 1.2 Electrical system, utilities system, telephone system, elevators, escalators, air conditioning system, engineering works system, wastewater treatment system, and various facilities that have been installed and used in the buildings and structures of Hilton Pattaya Hotel, along with other rights relating to or in connection with the aforementioned systems (as the case may be). 2. Movable assets to be leased i.e., equipment for décor, tools, instruments, whether fixed or not permanently fixed, including other equipment used for the purpose of installing décor or facilitating hotel guests and users of the buildings and structures of Hilton Pattaya Hotel. These are located on and/or fixed on the exterior or in the interior of the area of the buildings and structures of Hilton Pattaya Hotel or on the surface of the buildings and structures of Hilton Pattaya Hotel, including any other rights relating to or in connection with the aforementioned assets (as the case may be), excluding properties that are component parts of the buildings and structures of Hilton Pattaya Hotel.
Sublease/lease term	The term of the sublease of the immovable properties and utilities systems and the lease of the movable assets shall be 3 years, commencing from 1 January 2027 and expiring on 31 December 2029.
Conditions on rental fees and payment	Save for the events of postponement of the rental payment and exemption of the rental payment due to a force majeure event, or the event of postponement of the

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	rental payment due to a major renovation as specified in the sublease agreements, the rental fee comprises two portions, which are as follows: (a) Fixed rent (for immovable properties, utilities systems and movable assets) in the total amount of Baht 882 million throughout the sublease/lease term, which will be paid on a quarterly basis. (b) Variable rent (if any) (estimated based on assumptions under normal circumstances at the maximum amount pursuant to the conditions in the sublease agreements) in a total maximum amount of Baht 441 million throughout the sublease/lease term. The variable rent will be paid on a quarter basis and calculated based on aggregated value criteria, that is, for any accounting year, the variable rent for the current quarter shall be based on aggregated variable rent as at the end of the current quarter, deducted by the aggregated variable rent as at the end of the preceding quarter of the same year. The variable rent shall be calculated as follows: Variable rent for immovable properties = 36 percent x (A-B-C-D) Variable rent for utilities systems = 54 percent x (A-B-C-D) whereas: A = The total revenue earned from both direct and indirect operation of Hilton Pattaya Hotel in that quarter, exclusive of valued added tax, specific business tax, or other similar taxes, service charges collected from hotel guests, revenue or money received from sale of assets, compensation received from insurance (except the compensation received from business interruption insurance), compensation received from expropriation of immovable properties, and interest income). B = The total costs and expenses from the operation of Hilton Pattaya Hotel in that quarter, including costs and expenses for food and beverages, cost of raw materials and operating supplies, costs and expenses of procurement of equipment for operation in replacement of or in addition to the existing equipment, costs of salaries, labors, and other benefits paid to employees and staff, costs and expenses of employees and staff training, costs and expenses of advertising and public relations, costs and expenses of maintenance, repair and decoration of Hilton Pattaya Hotel to be in a good condition, insurance premium, taxes and fees (except

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	corporate income tax), administrative fees, and expenses that the hotel manager of Hilton Pattaya Hotel charges, and other costs and expenses relevant to the business operation of Hilton Pattaya Hotel, exclusive of value added tax, specific business tax, or other similar taxes, and expenses occurred from repair using the past reserves of the asset owner, and interest expenses, fees in relation to loans or financing that are not those incurred from financial transactions in connection with the operation of Hilton Pattaya Hotel. C = Reserves for repair, improvement, procurement for replacement or additional procurement of furnishings, equipment, and vehicles of Hilton Pattaya Hotel (FF&E Reserve Deduction) as specified in the management agreement of Hilton Pattaya Hotel. D = Fixed rent in that quarter, which includes rental fee according to the lease agreement of movable assets. If the aggregated variable rent as at the end of the current quarter as calculated by the formula above is less than zero, the variable rent shall be deemed as zero. If the aggregated variable rent as at the end of the current quarter as calculated by the formula above exceeds 50 percent of the aggregated fixed rent as at the end of the current quarter, the variable rent shall be reduced to 50 percent of the aggregated fixed rent as at the end of that quarter. If the amount of aggregated variable rent as at the end of the preceding quarter paid by CPN Pattaya Hotel to CPNREIT exceeds the aggregated variable rent as at the end of current quarter to be payable by CPN Pattaya Hotel in accordance with the calculation formula above on CPN Pattaya Hotel's financial information as appeared in financial statements prepared by CPN Pattaya Hotel for purpose of the calculation of quarterly variable rent, CPNREIT agrees to set off the excess variable rent paid by CPN Pattaya Hotel with the variable rent of the subsequent quarter to which CPNREIT is entitled to receive from CPN Pattaya Hotel until the excess variable rent is equal to zero. Notwithstanding the foregoing, in the last quarter, CPNREIT agrees to set off the remaining sum of the variable rent it has received with the fixed rent for the last quarter to which CPNREIT is entitled. If, however, the fixed rent of the last quarter is less than the remaining balance of excess variable rent received by CPNREIT, CPNREIT

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	agrees to return the whole balance of excess variable rent to CPN Pattaya Hotel within 15 days from the date on which the auditor has certified the financial statements of the accounting year of CPN Pattaya Hotel. Moreover, if the amount of variable rent that CPNREIT receives for any accounting year is greater or less than the variable rent of the same accounting year that CPNREIT should receive in accordance with the calculation result from the formula based on the CPN Pattaya Hotel's financial information as appeared in financial statements certified by the auditor of CPN Pattaya Hotel for the purpose of adjustment of the variable rent for that accounting year, CPNREIT shall refund the excess rental fee received, or CPN Pattaya Hotel shall pay the difference (as the case may be) within 15 days from the date the auditor has certified the financial reports for the accounting year of CPN Pattaya Hotel.
Remarks	CPNREIT has currently invested in the Hilton Pattaya Hotel project by subleasing the hotel building and utilities systems and by purchasing movable assets from the owner of such properties, namely CPN Pattaya Co., Ltd., for 19 years and 9 months from 1 December 2017 to 31 August 2037. For benefit procurement from the Hilton Pattaya Hotel project, CPNREIT has currently subleased the immovable properties and utilities systems, including having leased the movable assets of the project to CPN Pattaya Hotel, the term of which will expire on 31 December 2026. From this, CPNREIT has received fixed rent and variable rent from subleasing the immovable properties and utilities systems, as well as received fixed rent from the movable assets as agreed under the terms and conditions set out in the relevant agreements, whereby Hilton Worldwide Manage Limited, an international hotel management company, has been appointed as the hotel operator.

In this regard, the sublease of the immovable properties and utilities systems and the lease of the movable assets of the Hilton Pattaya Hotel project are considered a connected transaction between CPNREIT and a connected person of the REIT Manager because Central Pattana is a major shareholder of both the REIT Manager and CPN Pattaya Hotel. The transaction size, calculated from (a) the fixed rent (for the immovable properties, utilities systems and movable assets) of Baht 882 million throughout the sublease/lease term and (b) the variable rent (if any) (estimated based on assumptions under normal circumstances at the maximum amount pursuant to the conditions in the sublease agreements) of up to Baht 441 million throughout the sublease/lease term, will not exceed Baht 1,323 million in total, which exceeds 3 percent of the net asset value of CPNREIT (as of 30 June 2026, the net asset

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value of CPNREIT was Baht 41,931 million). As a result, CPNREIT requires a resolution of the unitholders in accordance with the Notification of the Office of the Securities and Exchange Commission No. SorRor. 26/2555 regarding Provisions Relating to Particulars, Terms and Conditions in a Trust Deed of Real Estate Investment Trust, which requires approval by the Unitholders' Meeting by a vote of not less than three-fourths of the total votes of the unitholders attending the meeting and having the right to vote, whereby the unitholders who have a special interest in this matter shall have no right to vote. In this regard, the information memorandum regarding the entering into of a connected transaction is set out in **Enclosure 1**.

Additionally, the REIT Manager has appointed Advisory Plus Company Limited to be an independent financial advisor to provide opinions and analyze information regarding the connected transaction in support of the unitholders' consideration and approval of the relevant matter. The opinion of the independent financial advisor is set out in **Enclosure 2**.

In addition, the REIT Manager deemed it appropriate to propose that the Unitholders' Meeting consider and approve authorizing the Trustee and/or the REIT Manager to exercise the following powers:

1) To consider, determine, and/or change the nature, condition, and/or method of benefits procurement, including details relating to the entering into of the transaction and other relevant expenses to be in line with the Trust Deed and related laws;
2) To negotiate, agree, prepare, execute, deliver, and/or modify any documents and/or relevant contracts, including proceeding with negotiations and/or liaising with any authorities, organizations, or persons in relation thereto; and
3) To take any action as necessary or related thereto in all respects, including appointing and/or removing any sub-attorney to carry out and complete the above transaction.

Furthermore, CPNREIT will enter into the proposed transaction after all of the following conditions have been fully satisfied, which are (a) the Trustee of CPNREIT has confirmed that CPNREIT's entering into of the transaction is in compliance with the Trust Deed including other related laws, rules, and regulations; (b) the REIT Manager has obtained approval resolutions from the Trustee for entering into this transaction; and (c) the Unitholders' Meeting No. 1/2026 has resolved to approve the entering into of such transaction.

Opinions of the REIT Manager: The Board of Directors of REIT Manager (excluding directors who are interested persons and/or directors who are connected persons, who neither attended the meeting nor exercised voting rights in the meeting) is of the opinion that the rental fee structure that CPN Pattaya Hotel has to pay to CPNREIT from the lease of its core asset, namely the Hilton Pattaya Hotel project, is reasonable and fair as it reflects the profit generation capability of Hilton Pattaya Hotel project and conforms with CPNREIT's rental fee structure of

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hotel projects which consist of fixed rent and variable rent. This would help to generate additional sources of income for CPNREIT apart from rental and service revenues from shopping malls and office buildings. Moreover, the major shareholder of CPN Pattaya Hotel is Central Pattana who is very well accustomed to Hilton Pattaya. Upon CPNREIT's investment in Hilton Pattaya, Hilton Worldwide Manage Limited, an experienced and qualified hotel operator, will continue to manage Hilton Pattaya in accordance with terms and conditions of the existing hotel management agreement. The hotel has consistently delivered strong operating performance. CPN and CPN Pattaya Hotel could coordinate with such hotel operator by taking necessary actions to ensure long-term success of Hilton Pattaya. Based on the information provided by management of the REIT Manager, the independent directors of the Company do not have any opinion that contradicts that of the board of directors and deem that this transaction is reasonable, as the structure is common among REITs that invest in hotels and beneficial to CPNREIT.

Opinions of the Trustee: The procurement of benefits from the Hilton Pattaya Hotel project through the sublease of the immovable properties and utilities systems and the lease of the movable assets to CPN Pattaya Hotel, as proposed by the REIT Manager above, is considered as a connected transaction of the REIT Manager with a value exceeding 3 percent of the net asset value of CPNREIT. Accordingly, the transaction must be carried out in compliance with the Trust Deed and the Notification of the Office of the Securities and Exchange Commission No. SorRor. 26/2555 regarding Provisions Relating to Particulars, Terms and Conditions in a Trust Deed of Real Estate Investment Trust. The transaction requires approval by the Unitholders' Meeting by a vote of not less than three-fourths of the total votes of the unitholders attending the meeting and having the right to vote, whereby the unitholders who have a special interest in this matter shall have no right to vote. Moreover, the invitation letter includes the opinion of the independent financial advisor in connection with the proposed matter at the Unitholders' Meeting as per the details set out in Enclosure 2. The foregoing procedures have been completed in compliance with the Trust Deed and relevant laws, and have been approved by the Trustee. However, unitholders are advised to carefully review CPN Pattaya Hotel's lease proposal presented for consideration under this agenda item, together with the information contained in the independent financial advisor's report, including the advantages, disadvantages, and risks associated with entering into the transaction, in order to make an decision.

Voting Requirement: The Unitholders' Meeting shall approve this matter by a vote of not less than three-fourths of the total votes of the unitholders attending the meeting and having the right to vote, whereby the unitholders who have a special interest in this matter shall have no right to vote. The list of unitholders who have special interest is set out in Enclosure 3.

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Agenda 2 To consider other matters (if any)

The REIT Manager hereby cordially invites the unitholders to attend the Unitholders' Meeting No. 1/2026, which will be held via electronic means (E-meeting) only, on the date and at the time specified above. The REIT Manager will open registration for attending the meeting from 1.00 p.m. onwards.

If any unitholder is unable to attend the meeting in person, such unitholder may appoint the trustee as proxy to attend the meeting and vote on your behalf. Please submit the request form for attending the electronic meeting as per the prescribed protocols or deliver the Proxy Form (details as set out in Enclosure 4), together with supporting documents (details as set out in Enclosure 5) to the "REIT Manager", CPN REIT Management Company Limited, at 31st Floor, centralwOrld Offices, No. 999/9 Rama 1 Road, Patumwan, Bangkok 10330, before 19 November 2026. The list of the trustee representatives nominated for appointment as proxy is set out in Enclosure 6.

To ensure that the Unitholders' Meeting No. 1/2026 via electronic means (E-meeting) will be proceeded in order, convenient and efficient, the unitholders and/or proxy holders are kindly requested to study and comply with the documents required for attendance and the guidelines for participating in the meeting via electronic means (details as set out in Enclosure 5) and the Privacy Notice (details as set out in Enclosure 7).

If the unitholders have any suggestions or questions relating to the agenda items proposed for this meeting, you may submit such suggestions and questions by email to ir_cpnreit@centralpattana.co.th. The unitholders are requested to provide your full name and telephone number so that the REIT Manager can collect the questions and provide clarification at the meeting.

Yours faithfully,

-Pattamika Pongsurayamas-

(Ms. Pattamika Pongsurayamas)

Chief Executive Officer

CPN REIT Management Co., Ltd.

REIT Manager

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