

Criteria for Trust Unitholders to Propose Agenda of Annual General Meeting

Objective

CPN REIT Management Company Limited (the "REIT Manager"), as the REIT Manager of CPN Retail Growth Leasehold REIT ("CPNREIT") is committed to promoting good corporate governance and fair treatment of all Trust Unitholders.

Prior to the Annual General Meeting of the Trust Unitholders, the REIT Manager provides its Trust Unitholders with the opportunity to propose additional agenda items that they consider to be important and beneficial to the Trust. The REIT Manager has set up the following criteria for the proposal of items for the agenda of the Annual General Meeting.

Rules

1. Qualifications of Trust Unitholders entitled to propose items for the agenda of the Annual General Meeting

The Trust Unitholders who wish to propose items for the agenda of the meeting must have held at least 2% of the total issued and paid-up units of the Trust for at least 6 months prior to the date of submission of the proposal.

2. The REIT Manager reserves the right not to include the following items on the agenda of the meeting in order to ensure efficient conduct of the meeting:
 - 1) An item that violates the law, rules, and regulations of relevant governmental agencies and Trust Deed.
 - 2) An item that is intended to benefit a specific individual or group of individuals.
 - 3) An item that is under the management authority of the REIT Manager, except for matters that cause material damage or loss to all Trust Unitholders.
 - 4) An item with matters that have been completed.
 - 5) An item concerning matters beyond the REIT Manager's control.
 - 6) An item containing inadequate information and/or documentation and/or submitted after submission deadline and/or the REIT Manager is unable to contact the proposing Trust Unitholders.
 - 7) An item proposed by Trust Unitholders who are not qualified under the prescribed qualification criteria.
 - 8) An item that the Board of Directors of the REIT Manager deems unnecessary to include on the agenda of the meeting.

3. Procedures for Proposing Agenda Items for Annual General Meeting

The Trust Unitholders who are qualified according to the qualification rule in 1. Above are entitled to propose their items for the agenda of the meeting by completing the Agenda Proposal Form for the Annual General Meeting of Trust Unitholders (“Agenda Proposal Form”) as attached hereto. The Trust Unitholders must submit the duly signed original copy of such form together with all the supporting documents and evidence to the REIT Manager by 31 January of every year at the following address:

To: CPN REIT Management Company Limited
31st Floor, centralwOrld Offices,
999/9 Rama1 Road, Patumwan,
Bangkok 10330
(Propose the AGM agenda)

Remark: The cost of submitting the documents and all related expenses shall be borne by the Trust Unitholders who wish to propose items for the agenda.

The Trust Unitholders may propose such meeting agenda informally notifying the REIT Manager via the e-mail address: ir_cpnreit@centralpattana.co.th and thereafter submitting the original copy of the Agenda Proposal Form to the REIT Manager

In the event that several Trust Unitholders are proposing an item on the agenda of the meeting as a group, each of them must complete the Agenda Proposal Form and sign their names separately as evidence and gather them for submission in one set. The Trust Unitholders must appoint one Trust Unitholder as the contact person of the group. If the REIT Manager contacts this person, it shall be deemed that the REIT Manager has contacted all Trust Unitholders in the group.

The REIT Manager will collect all Agenda Proposal Forms together with supporting documents and propose them to the Board of Directors for their consideration and approval. However, if the information provided in the form is incomplete or incorrect or if the items are proposed by an unqualified proponent pursuant to Rule No.1 above, the Board of Director will not consider such Agenda Proposal Form and the REIT Manager will notify such proponent by official letter within 28 February of every year.

The REIT Manager reserves the right for the Board of Directors to consider the necessity and appropriateness of the proposed items in accordance with Rule No.2 above and to decide whether they should be included in the agenda of the invitation to the AGM. Such decisions shall be final.

Part 1 Unitholder's detail

Current address/Contact information:

Telephone _____ E-mail: _____

No. of trust unit held _____ as of (date) _____

Part 2 Proposed agenda

[illegible]

Further supporting documents as true copies totaling _____ pages along with this form.

I certify that all information is complete and accurate

Part 3 Required documents/evidence to be attached to this Agenda Proposal Form

1. Evidence of Unitholding such as

- ☐ Certified letter from securities companies, or other evidence from Thailand Securities Depository Company Limited or the Securities Exchange of Thailand or relevant custodians, or certified copies of the original share certificates

2. Personal Identification

- ☐ An individual Unitholder is required to attach a certified true copy of his/her identity card or passport which has not expired (if such individual Unitholder is a foreigner).
- ☐ A corporate or juristic Unitholder is required to attach a certified true copy of its affidavit or certificate of incorporation together with a certified true copy of the identity card or passport which has not expired (if such individual Unitholder is a foreigner) of its authorized director who is the undersigned of this Agenda Proposal Form and the corporate seal.
- ☐ In case the Unitholder changes his/her title, name, or surname, the copy of the evidence of such changes must be attached and certified as true copy.

Part 4 Confirmation

I, a Trust Unitholder of CPN Retail Growth Leasehold REIT, hereby appoint Mr./Mrs./Miss _____ as the contact person with the REIT Manager under the rules governing the right of Trust Unitholders to propose items for the agenda of the 2025 Annual General Meeting of Trust Unitholders.

I hereby confirm that the attached information, documents, and evidence are correct and complete and that the REIT Manager has my consent to disclose such information, or these documents and evidence.

Signature Unitholder

(.....)

Date

Remarks:

1. The Unitholders may send the Agenda Proposal Form for the 2025 Annual General Meeting in advance via email address: ir_cpnnreit@centralpattana.co.th before sending the original form to the REIT Manager by 31 January 2025.
2. In the case of a group of Unitholders propose an agenda. Each unitholder must individually complete and sign the form as evidence and collect the supporting documents in to one set.
3. The REIT Manager reserves the right to disregard the proposed items if it is determined that such items do not meet criteria.