

Dusit Thani

PROPERTIES REIT

Dusit Thani Properties REIT Company Limited

Subject Criteria for proposal of issues for AGM agenda and for advance submission of questions regarding the AGM agenda of Dusit Thani Freehold and Leasehold Real Estate Investment Trust (DREIT)

Dusit Thani Properties REIT Company Limited (“the Company”) as the REIT manager of Dusit Thani Freehold and Leasehold Real Estate Investment Trust (“DREIT”) realizes the importance of the rights of unitholders and promotes the equitable treatment of all unitholders to propose issues for inclusions in AGM agenda and to submit questions regarding the AGM agenda in advance.

The Company has determined criteria for proposal of issues for AGM agenda and for submission of questions regarding the AGM agenda in advance as follows:

1. Qualifications of Unitholders

A unitholder who would like to propose issues for inclusion in the AGM agenda shall have qualifications as follows:

- 1.1 Being the DREIT’s unitholder; it may be single unitholder or group of unitholders
- 1.2 Being the DREIT’s unitholder who has continuously held shares of not less than 1.0 percent of DREIT’s issued shares.
- 1.3 Being the DREIT’s unitholder according to 1.2 who held shares for a period not less than 6 months consecutively from the date of holding such shares to date of proposing AGM agenda
- 1.4 Possessing accurate and complete evidence of unitholding and identification.

2. Procedures of Shareholder

2.1 In event of proposal of issues for inclusion in AGM agenda

2.1.1 Unitholder who has qualifications according to 1. shall fill in “Form of Proposal of Issues for inclusion in AGM Agenda” (“Form AGM”). Form AGM shall be prepared as follows:

- Each Form AGM shall be used for a single agenda item.
- In the event that Form AGM is proposed by a group of unitholders, the first unitholder shall fill in details and sign the Form AGM. Other unitholder(s) shall fill in their details and sign on an accompanying page.

2.1.2 Form AGM shall be enclosed with the following evidence:

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- Evidence of unitholding, i.e. certificate issued by Securities Company or any other evidence issued by Thailand Securities Depository Co., Ltd. (TSD).

- Evidence of unitholder's identification

For individual unitholder

A certified true copy of valid identification card or governmental officer identification card or driving license or passport or alien identification card. In event that unitholder has changed his/her title, name or surname, a true copy of evidence of the change certified on each page shall be enclosed.

For juristic unitholder

- A copy of juristic person's affidavit issued no more than 3 months previously and certified as a true copy by authorized person(s) of that juristic entity on every page, and

- A certified true copy of valid identification card or governmental officer or driving license or passport or alien identification card. In event that unitholder has changed his/her title, name or surname, a true copy of evidence of the change certified on each page shall be enclosed.

The Board of Directors and/or Company Secretary reserves the right to contact unitholder(s) to request more information.

2.2 In event of submission of questions regarding the AGM agenda in advance

Unitholder who wishes to submit questions regarding the AGM agenda in advance shall submit questions and provide the following information:

(1) Name, contact address, telephone number and e-mail

(2) Number of units

(3) Relevant information or fact

(4) Other necessary information for consideration

The Company reserves its right to consider question and/or information submitted by shareholders as deemed appropriate.

3. Contact Chanel and Available Period for Submission of Proposed Matters

Unitholder can propose issues for inclusion in AGM agenda and submit questions regarding the AGM agenda in advance by submitting complete and accurate information from January 6 to 31,2021 via IR@dtcreit.com or to the following address:

319 Chamchuri Square Building, 29th Floor, Phayathai Road, Pathumwan Sub-district, Pathumwan District, Bangkok 10330

Tel 02-200-9999 ext. 3681-3684 E-mail: IR@dtcreit.com

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Investor Relation

Dusit Thani Properties REIT Company Limited

319 Chamchuri Square Building, 29th Floor, Phayathai Road, Pathumwan Sub-district, Pathumwan District,
Bangkok 10330

4. Procedures of the Company

4.1 In event of proposal of issues for inclusion in AGM agenda

- (1) The Company shall preliminary consider proposed issues. If they are deemed appropriate, the Company shall propose such issues to the Board of Directors for consideration in February.
- (2) Proposed issues that the Board of Directors considers appropriate shall be included in AGM Notice and shall be identified as having been proposed by the unitholder(s).
- (3) Proposed issues that the Board of Directors considers inappropriate for inclusion in AGM agenda shall be made known in the AGM together with reasons of refusal.

5. Consideration of the Board of Directors

5.1 Proposals that shall not be included in the AGM agenda

- (1) Proposals that are proposed by unqualified unitholder(s) specified in 1.
- (2) Proposals that violate laws, rules and regulations of government agencies or other agencies governing the Company; or do not comply with the Company's objectives, Articles of Association, unitholders' resolutions or good corporate governance.
- (3) Proposals that are solely beneficial to a specific person or group of persons.
- (4) Proposals that the Company has already implemented.
- (5) Proposals that are beyond the Company's control.
- (6) Proposals that are not beneficial to DREIT's business operation and/or that the Board of Directors, with reason explainable to the unitholders, considers unnecessary to be placed on the agenda.
- (7) Proposals that are incomplete, incorrect, indistinct or unreliable, or if the Company is unable to contact unitholders.

In this regards, issues that will be included in the AGM agenda shall be approved by resolution of the meeting of the Company's Board of Directors.

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