

- Translation -

Information Memorandum on Transactions between FUTURERT and Persons Related to the REIT Manager

1. Transaction Date

The transaction will occur after Future City Leasehold Real Estate Investment Trust (“FUTURERT”) has received approval from the Trust Unitholders' Meeting of FUTURERT, and the parties have fulfilled the conditions precedent specified in the agreements related to FUTURERT's borrowing.

2. Relevant Parties and Relationship with FUTURERT and the REIT Manager

Any person capable of providing credit facility to FUTURERT, including but not limited to commercial banks, financial institutions and insurance companies, whether domestic and/or foreign, one or several places. The said lender(s) may be the persons related to the REIT Manager.

The Lender(s) who may be the persons related to the REIT Manager will include but not limited to, Bangkok Bank Public Company Limited, which is a major shareholder of the REIT Manager, holding approximately 75 percent of the total number of shares sold of the REIT Manager, and is a controlling person of the REIT Manager.

3. Characteristics of the interest of the person related to the REIT Manager

The persons related to the REIT Manager have an interest by being the persons whom FUTURERT may borrow funds for the purpose of investing in the Additional Investment Assets, and may provide collateral related to the said borrowing.

4. General Characteristics of the Transaction

FUTURERT may borrow in short-term and/or long-term credit facility in an amount not exceeding 2,900,000,000 Baht from person(s) capable of providing credit facility to FUTURERT, including but not limited to commercial banks, financial institutions and insurance companies, whether domestic and/or foreign, one or several places. The said lender(s) may be persons related to the REIT Manager. The collateral related to the said borrowing may be provided for the purpose of investment in the Additional Investment Assets, including payment of expenses related to the investment in the Additional Investment Assets.

5. Conditions of the Borrowings

Borrowings in an amount not exceeding Baht 2,900,000,000, including collateral related to the said borrowing for the investment in the Additional Investment Assets.

The borrowing and provision of collateral related to the borrowing of FUTURERT will be pursuant to the borrower and the lender which may be mutually agreed in the loan agreement. The collateral for the borrowing may involve the core assets currently invested in by FUTURERT and/or the Additional Investment Assets, which may include (1) conditional assignment of rights under insurance policies and endorsement of the lender as the

beneficiary and/or co-insured (2) conditional assignment of rights under lease agreements and/or agreement for the granting of rights to utilize and benefits seeking (3) registration of leasehold rights and/or rights to utilize and benefits seeking and/or claims and/or insurance policies as business collateral under the Business Collateral Act and (4) other borrowing collateral as the borrower and lender may mutually agree further in the loan agreement. The REIT Manager reserves the right to determine any criteria or conditions for the borrowing, as well as to carry out any transactions related to the said borrowing by primarily considering the utmost benefits of FUTURERT and trust unitholders, such as the amount, interest rate, borrowing period, payment period, negotiation to enter into, signing, and delivery of any documents related to the borrowing, including the appointment and/or removal of sub-authorized persons to carry out the above actions for the success of such proceedings. Furthermore, in providing collateral related to the core assets currently invested in by FUTURERT and/or the Additional Investment Assets, the REIT Manager may consider determining the relevant conditions and factors, including any conditions, fees, expenses, or the granting of any rights to the relevant parties, which may relate to such assets and are connected with, or constitute a condition of, the provision or enforcement of the collateral, as the relevant parties may mutually agree upon in writing (if any).

6. Size of the Transaction and Total Value of the Consideration

The total borrowing, the lender(s) who may be persons related to the REIT Manager, shall have an amount of not exceeding Baht 2,900,000,000, the interest rate and payment of interest shall be as agreed between FUTURERT and the lender(s).

The borrowing from lender(s) who may be persons related to the REIT Manager, and the potential provision of collateral related to the said borrowing for the investment in the Additional Investment Assets as mentioned above is considered as a transaction between FUTURERT and persons related to the REIT Manager, which has a value exceeding 3 percent of the net asset value of FUTURERT (the net asset value of FUTURERT as of 31 March 2026, equivalent to approximately Baht 5,283,789,399). Therefore, entering into the above transaction between FUTURERT and the lender(s) who may be persons related to the REIT Manager is required to be approved by the Trust Unitholders' Meeting with a vote of not less than 3/4 (three-fourth) of the total number of votes of the trust unitholders attending the meeting and have the right to vote, which is in accordance with the requirements in the Trust Deed of FUTURERT. The counting of votes of all persons with the right to vote will not include the votes of the trust unitholders who have a special interest in the matter for which the resolution is sought. (Details of the trust unitholders with a special interest appear in [Enclosure 6](#))

7. Basis for Determining the Value of the Consideration

The conditions of the borrowings, including the interest rate and other conditions relating to the borrowings, shall be reasonable and shall not prejudice FUTURERT, with the relevant agreements being entered into on an arm's length basis. The fees and expenses charged to FUTURERT in connection with the transaction shall be fair

and reasonable, by referencing to the rates charged to other borrowers or service recipients in transactions with a similar nature.

In this regard, the entering into of such transaction shall be conducted by primarily considering the utmost benefits of FUTURERT and trust unitholders, having considered the relevant factors such as the amount, interest rate, borrowing period, and repayment conditions of principal and interest, etc.

8. Benefits for FUTURERT from Entering into the Transaction

The transaction will enable FUTURERT to maintain a more efficient financial management structure, given that FUTURERT currently has no outstanding borrowings with any bank or financial institution. In addition, the financial cost of debt is lower than the financial cost of equity, which will assist in maintaining FUTURERT's rate of return at an appropriate level.

9. Approval for Entering into Transaction

Entering into such transaction is required to be approved by the Trust Unitholders' Meeting with a vote of not less than 3/4 (three-fourth) of the total number of votes of the trust unitholders attending the meeting and have the right to vote, which is in accordance with the requirements in the Trust Deed of FUTURERT. The counting of votes of all persons with the right to vote will not include the votes of the trust unitholders who have a special interest in the matter for which the resolution is sought.

In this regard, the trust unitholders with a special interest who are not entitled to vote on this agenda (as of the date of determination of the list of trust unitholders eligible to attend the Trust Unitholders' Meeting No. 1/2026 of FUTURERT (Record Date) on 26 June 2026) are as set out in the List of Trust Unitholders, details of which appear in Enclosure 6.

10. Opinion of the Board of Directors of the REIT Manager in Relation to the Entering into the Transaction and Comparison of the Reasonableness of the Transaction with Related Persons and External Parties.

The Real Estate Investment Committee is of the opinion that the borrowing to be used for the investment in the Additional Investment Assets is for the benefit of trust unitholders, as the financial cost thereof is lower than raising the entire amount of funds through the issuance and offering of additional trust units, which will help maintain FUTURERT's rate of return at an appropriate level.

In addition, the interest rate and related terms applicable to such borrowings from the related persons are on an arm's length basis, are reasonable, and do not cause loss to FUTURERT.

Hence, no director of the Company who has an interest in, or is a related person in relation to, this transaction has participated in the decision-making process in respect of the entering into such transaction.

11. **Opinion of the Independent Directors and/or Directors of the REIT Manager that Differs from the Opinion of the Board of Directors of the REIT Manager**

None.

12. **Past Related Party Transactions**

Bangkok Bank Public Company Limited provides financial services to FUTURERT, for example, deposit account services, online cash management services, and is also one of the tenants in the core assets currently invested in by FUTURERT. In this regard, those transactions are conducted on an arm's length basis.

13. **Overview of FUTURERT and Business Operations**

FUTURERT was established with the primary objective of investing in high-quality real estate and leasehold rights in real estate located principally within the Future City Rangsit project, including but not limited to retail shopping center projects such as the Future Park Rangsit Project building, as the core assets of FUTURERT, with a focus on procuring benefits in the form of rental and service income or any other income of a similar nature, with an aim to generate continuous long-term returns for the trust unitholders.

In this regard, FUTURERT will procure benefits from its investment in certain leasehold rights over the Future Park Rangsit Project building by leasing out the areas to tenants for various business operations, including cinemas, fitness centers, food and beverage outlets, fashion, health and beauty retailers, computer and mobile phone retailers, educational institutions, and service centers.

14. **List of Executives and List of Top 10 Trust Unitholders as of the date of determination of the list of trust unitholders eligible to attend the Trust Unitholders' Meeting No. 1/2026 of FUTURERT (Record Date) on 26 June 2026**

1) List of Executives of the REIT Manager: Please refer to No. 12. of Enclosure 3.

2) The list of top 10 trust unitholders is as set out in Enclosure 6.

15. **Summary Table of FUTURERT's Financial Information**

Please consider the Appendix of Enclosure 3.