

# Letter of Notification of the Allocation of Convertible Debentures with

Warrants to Purchase Newly Issued Ordinary Shares No. 2 (CHEWA-W2)

of

# Chewathai Public Company Limited

for an offer of

Convertible debentures to the existing shareholders who are entitled to be allocated according to their shareholding proportion (Right Offering)

of Chewathai Public Company Limited

Whose names appear in the share register book as of 28 November 2022 (Record Date)

Not more than 300,000 units, worth 1,000 Baht per 1 unit of convertible debentures

Total offering value not more than 300,000,000 Baht

#### Subscription period

Between 9 – 13 and 16 January 2023 (total 6 business days)

Between the hours of 9:00 a.m. to 4:00 p.m.

Or make a reservation via online system (E-SUB)

Between 9 - 16 January 2023 (total 8 days) 24 hours a day

(Except on 16 January 2023 the subscription system will close at 4:00 p.m.)

# Place for Subscription and Subscription Payment for Convertible Debentures

Chewathai Public Company Limited

1168/80 Lumpini Tower, 27<sup>th</sup> Floor, Unit D, Rama4 Rd., Tungmahamek Sub-District, Sathorn District, Bangkok 10120

or subscribe via online system (E-SUB)



#### Important notices

By receiving a notice of the right to subscribe ("Notice of Subscription Rights") convertible debentures issued and offered for sale to the existing shareholders of Chewathai Public Company Limited ("the company") in proportion to their shareholding ("Convertible Debentures") together with warrants to purchase ordinary shares of Chewathai Public Company Limited No. 2 (CHEWA-W2) ("CHEWA-W2 Warrants") issued and allocated to existing shareholders of the company who subscribed and allocated convertible bonds issued and offered to existing shareholders in proportion to their shareholding. The shareholders agree with the Terms of Rights as detailed below:

This offering convertible debentures and CHEWA-W2 warrants to the existing shareholders of the company in proportion to their respective shareholdings is an offering of securities in Thailand under Section 33 of the Securities and Exchange Act B.E. 2535 (as amended) and will only take place in Thailand. Furthermore, these convertible bonds and CHEWA-W2 warrants (a) are unregistered and will not be registered with the United States Securities and Exchange Commission or securities regulators in any country except Thailand or under the United States Securities Act of 1933 (U.S. Securities Act of 1993) ("US Securities Act") or under the laws of any country except Thailand; (b) will not be the offer or sale of securities in the United States unless registered under the US Securities Act or in accordance with any exemption from registration. However, the company has no intention to register convertible bonds CHEWA-W2 warrants under the US Securities Act or offer for sale of any securities in the United States.

Shareholders are prohibited from publishing or distributing the subscription rights notice whether in whole or in part. By this notice of right to subscribe not an offer or persuade to subscribe or purchase securities of a company in the United States or any other country and is not a solicitation for the delivery of money, securities, or any other remuneration. And, the company will refuse to deliver money, securities, or any other compensation which responds to the notice of subscription rights, or the information contained in this document. The company requests the shareholders who have received the notice of subscription rights review the restrictions on securities investment and offering of securities in countries where shareholders are domiciled or hold their own nationality. The Company shall not be held liable if any person violates such limitation. Shareholders certify that shareholders are not restricted under the laws of any country in subscribing to convertible debentures, CHEWA-W2 warrants this time. The shareholder does not violate the law in the relevant country.



Part 1 Information on the Allocation of Convertible Debentures with Warrants to Purchase Ordinary Shares of Chewathai Public Company Limited No. 2 (*CHEWA*-W2) ("Convertible Debentures with Warrants")

#### 1. Objectives of this convertible debenture issuance

The Company will issue and offer for sale convertible debentures totalling not more than 300,000 units, worth 1,000 Baht per 1 unit of convertible debentures. The total value of convertible debentures offered for sale is not more than 300,000,000 Baht. The company will use the proceeds from the issuance and offering of convertible debentures to be used as additional investment in the business that is currently operating and other working capital, details as follows:

- Chewathai Pinklao Condo Project in the amount of not more than 100.00 million baht to be used for expenses for buildings and utilities in the project.
- Chewathai Hallmark Ladprao Chokchai 4 Condo Project in the amount of not more than 200.00 million baht to be used as expenses for buildings and utilities in the expansion of phase 2 of the project.

The additional investment to the business that is currently operating as well as future business which is in line with the company's business goals will bring more income and returns and improve the company's performance.

# Board of Directors meeting and general meetings of shareholders with a resolution to allocate convertible debentures

The issuance of convertible debentures to the existing shareholders of the Company in proportion to their respective shareholdings has been approved by the Board of Directors Meeting No. 2/2022 on 15 February 2022 and has been approved by the Board of Directors from the 2022 Annual General Meeting of Shareholders on 1 April 2022.

# 3. Details of the convertible debentures offered to the existing shareholders of the Company with the Warrant No. 2

According to the 2022 Annual General Meeting of Shareholders of the Company held on 1 April 2022, it was resolved to issue and offer convertible debentures to the existing shareholders of the Company who are entitled to be allocated in proportion to their shareholding, total not exceeding 300,000 units, valued at 1,000 Baht per 1 unit of convertible debentures. Total value of convertible debentures offered for offering is not more than 300,000,000 Baht by specifying the list of shareholders who are entitled to receive convertible debenture allocation (Record Date) on 28 November 2022 and the date of subscription for convertible debentures between 9 – 13 and 16 January 2023 (total 6 business days) or make a reservation via online system (E-SUB) between 9 - 16 January 2023 (total 8 days) 24 hours a day (except on 16 January 2023 the subscription system will close at 4:00 p.m.), with details of the offering and allocation as follows:



#### 3.1 Convertible debentures

Convertible debenture name

Convertible Debentures of Chewathai Public Company Limited No. 1/2023, maturing year 2025, in which the issuer of convertible debentures has the right to redeem the convertible debentures prior to the maturity date ("Convertible Debentures")

Offer and allocation method

The Company will offer and allocate convertible debentures in full amount to existing shareholders of the Company who are entitled to allotment in proportion to their respective shareholdings, which will be allocated in the proportion of 4,251 existing ordinary shares per 1 unit of convertible debentures (in case there is a fraction from the calculation, it will be eliminated in all cases). Any shareholder of the company who holds shares less than 4,251 shares will not have the right to subscribe for convertible debentures according to their rights (but can subscribe for more than their rights). The existing shareholders who are entitled to be allocated can subscribe for the convertible debentures according to their rights less than right or more than their rights or waive the right not to subscribe for convertible debentures offered for offering at this time. The Company will allocate the convertible debentures to the shareholders who subscribe according to their right to complete beforehand. If there are convertible debentures remaining from the allocation according to the rights that the shareholders must receive, the Company will allocate the remaining convertible debentures to the shareholders who subscribe and pay for the convertible debentures in excess of their rights until there are no convertible debentures to allocate.

In addition, the Company has the right to use its discretion to consider not offering or allocating convertible bonds. Above to any existing shareholders If the offer for sale or allotment of convertible bonds may result in (a) being contrary to any law or regulation of Thailand or abroad; or the articles of association of the Company or (b) resulting in the Company being obliged to act or to take any action in addition to those required to comply with the rules relating to the issuance and offer for sale of securities under Thai law or (c) not in accordance with the procedures, rules and conditions prescribed in the allocation of the Company.

However, the Company has the right, at its discretion, to offer and allocate such convertible debentures to certain existing shareholders who are not in Thailand by means of exemptions under foreign law.



Subscription date for convertible

debentures

: 9 – 13 and 16 January 2023 (total 6 business days) or make a reservation

via online system (E-SUB) between 9 – 16 January 2023 (total 8 days) 24

hours a day (except on 16 January 2023 the subscription system will close

at 4:00 p.m.).

Date of issuance of convertible

debentures

17 January 2023

Term of the convertible debentures : 2 years from the date of issuance of convertible debentures

Maturity date of convertible

debentures

17 January 2023

Interest rate : 6.00% per year

Interest payment : 4 times a year with interest payment every 3 months of every year from the

date of issuance of convertible debentures, which are 17 April, 17 July, 17

October, and 17 January

Restrictions on the transfer of

convertible debentures

-none-

Convertible debenture registrar : CIMB Thai Bank Public Company Limited

Convertible debenture holders

representative

Asia Plus Securities Company Limited

Credit Rating : The issuer of convertible debentures does not have a credit rating on the

convertible debentures and the issuer of convertible debentures

Convertible price : 1.20 baht per share or other price resulting from conversion price

adjustment and/or according to the conditions that will be specified next

in the Terms of Rights

Conversion ratio : 1 unit of convertible debenture per 833 shares (or other price resulting

from conversion price adjustment and/or according to the conditions that

will be specified next in the Terms of Rights)

However, the remainder of shares will be repaid in cash to convertible

debenture holders.

Number of convertible debentures : not more than 300,000 units

Value of convertible debentures : 1,000 Baht per unit

Offering value : Not more than 300,000,000 Baht

Number of shares supported for the

exercise of convertible debentures

Not more than 250,000,000 shares (par value of 1.00 Baht per share)

Note: According to the resolution of the 2022 Annual General Meeting of

Shareholders held on 1 April 2022, it was resolved to approve the



Allotment of convertible debentures

allocation of the Company's newly issued ordinary shares to support the issuance and offering of convertible debentures

Allocation and offering to the existing shareholders of the Company in proportion to their shareholding, which the shareholders who are entitled to receive the convertible debentures must be shareholders whose names appear in the share register book on 28 November 2022 (Record Date). The Company will allocate and offer to the existing shareholders of the Company at the ratio of 4,251 existing shares per 1 unit of convertible debentures (in case there is a fraction from the calculation, it will be eliminated in all cases). Any shareholder of the company who holds shares less than 4,251 shares will not have the right to subscribe for convertible debentures according to their rights (but can subscribe for more than their rights)

Convertible date

The right of conversion can be exercised after 1 years 6 months from the date of issuance of the convertible debentures. The conversion can begin on 17 July 2024 or the next business day in case the date is not a business day and the maturity date of convertible debentures, which is the last conversion date which is 17 January 2025 (hereinafter referred to as "date of exercising the right of conversion")

Exercise of rights of convertible debentures

In exercising the right to convert the convertible debentures into ordinary shares of the issuer of the convertible debentures, the convertible debenture holder whose name shows as the owner or the last transferee wishing to exercise the conversion rights must submit the convertible debenture certificates in the amount they wish to exercise, together with the form indicating the intention to exercise the conversion rights of the convertible debentures (Attachments 3 and 4 of the Terms of Rights) with complete information between 9.00 a.m. and 4.00 p.m. at the head office of the convertible debenture issuer or the head office of the convertible debenture registrar within a period of not less than 7 days before the date of the first exercise of conversion rights. The first day of the conversion right is 17 July 2024 or the next business day in the case that the said date is not a business day (convertible debenture holders can express their intention to exercise the convertible rights of convertible debentures during 10 – 16 July 2024, only on business days at 9.00 a.m. – 4.00 p.m.) and not less than 15 days before the last exercise date / maturity date of convertible debentures, last conversion schedule / convertible debenture



expiration date. The last date of conversion is 17 January 2023 (convertible debenture holders can express their intention to exercise the convertible debentures between 25 December 2024 and 16 January 2023, only on business days at 9.00 a.m. – 4 p.m.).

However, the exercise of conversion rights of convertible debentures by postal delivery cannot be done, and convertible debenture issuer or convertible debenture holder (as the case may be) will be responsible for paying the tax and any stamp duty as required by law that such person is obliged to pay the tax and any stamp duty on the exercise of convertible debentures (if any)

Other important information

The Company will allocate warrants to purchase ordinary shares of Chewathai Public Company Limited No. 2 ("Warrant No. 2" or "CHEWA-W2") to shareholders who subscribe convertible debentures in proportion to the number of shares held by each shareholder, free of charge (zero Baht) in the ratio of 1 unit of convertible debentures per 1,000 units of the warrant No.2

#### 3.2 Warrant No. 2 (CHEWA-W2)

Securities type : Warrants to purchase ordinary shares of Chewathai Public Company

Limited No. 2 (CHEWA-W2)

Number of warrants allocated : Not more than 300,000,000 units

Number of ordinary shares allocated : Not more than 300,000,000 share

to support the exercise of rights

Not more than 300,000,000 shares with a par value of 1.00 Baht per share

Type of securities : Warrants specifying the holder's name and transferable

Term of Warrants : 1 years from the date of issuance of the CHEWA-W2 Warrants. The

Company will not extend the term of the CHEWA-W2 Warrants

Allocated method : It is the allocation of warrants to shareholders who subscribe for the

convertible debentures in proportion to the number of shares held by each shareholder in the ratio of 1 unit of convertible debentures to 1,000

shareholder in the ratio of 1 drift of convertible dependices to 1,000

warrant units No. 2 (CHEWA -W2)

Offering price per unit : No value (offering price per unit equals zero Baht)

Exercise price : 1.20 Baht per share, except in the case of exercise price adjustment

according to the conditions that is specified in the Terms of Rights

If the exercise price is adjusted, the exercise price must not be lower than

the par value of the company's ordinary shares at that time



Exercise ratio

CHEWA-W2 warrants 1 unit per 1 ordinary share (unless the exercise ratio is adjusted according to the rules and conditions specified in the Terms of Rights)

Exercise date and exercise period

CHEWA-W2 Holders can exercise their rights under the CHEWA-W2 every 6 months after the issuance and offering date of the warrants No.2 (CHEWA-W2).

Period for notifying the intention to exercise the right

CHEWA-W2 warrant holders who would like to exercise their rights to purchase the company's ordinary shares must notify their intention to exercise their rights to purchase the company's ordinary shares between 9.00 a.m. and 4 p.m. within 5 business days prior to the exercise date rights each time (the period for notifying the intent to exercise the rights for the exercise of rights). For the last exercise, the notice period is set at least 15 days prior to the last exercise date (the period for notifying the intention to exercise the rights last time).

Conditions for adjustment of rights

The company will adjust the exercise price and exercise ratio when one of the following events occurs in order to preserve the benefits of the warrant holders not to be inferior

- (1) when there is a change in the par value of the company's shares because of a share merger or share split
- (2) when the company offers for sale any newly issued shares at a price lower than 90% of the market price of the company's ordinary shares
- (3) when the company offers to sell newly issued securities in the form of debentures convertible or warrant to purchase any share by setting the price or calculating the price of the newly issued share to support convertible debentures or warrants will purchase that share below 90% of the market price of the company's common share
- (4) when the company pays all or part of the dividends in newly issued shares to shareholders
- (5) when the Company pays a cash dividend which exceeds the rate specified in the Terms of Rights
- (6) when there is any other case of the same nature as (1) (5) which results in any benefit that the holder of the warrant to purchase the



shares will receive upon exercising the subordinated warrant be less than before

In this regard, the Board of Director and/or Executive Committee and/or the Chief Executive Officer or any person on the Board of Directors or board of directors or Chief Executive Officer receiving assigned by the Board of Directors to determine the conditions and other details related to the adjustment or changes in the exercise ratio and exercise price.

The company will list the CHEWA-W2 warrants issued this time as listed securities on the Stock Exchange of Thailand ("SET")

The company will list the ordinary shares resulting from this exercise of rights as listed securities on the Stock Exchange of Thailand

Thailand Securities Depository Company Limited

The Board of Directors and/or the Executive Committee and/or Chief Executive Officer or a person that the Board of Directors of the Executive Committee or Chief Executive Officer assigned to be authorized to determine and change rules, conditions and details in issuing and offering for sale of warrants CHEWA-W2 in all respects as it deems appropriate and under the jurisdiction prescribed by law, such as the allocation and issuance date of CHEWA-W2 warrants, etc., as well as having the power to take any necessary and appropriate action in connection with the issuance of the CHEWA-W2 Warrants in all respects, including but not limited to contacting, making, signing, endorsing, certifying or delivering documents necessary or related to the issuance and offering of CHEWA-W2 Warrants and the listing of the CHEWA-W2 Warrants as listed securities on the SET as well as requesting permission from other relevant agencies and appointing a sub-appointee, etc.

Secondary market of warrants

Secondary market of ordinary shares arising from the exercise of warrants

Warrant Registrar

Other conditions

4. Date for determining the names of shareholders who have the right to subscribe for convertible debentures with warrants

28 November 2022 is set to be the date to determine the names of shareholders who have the right to subscribe for convertible debentures with CHEWA-W2 warrants (Record Date).

5. Date for the subscription and payment of convertible debentures with warrants



5.1 Subscription period for convertible debentures and payment of subscription for convertible debentures with warrants

9 – 13 and 16 January 2023 (total 6 business days) or make a reservation via online system (E-SUB) between 9 –16 January 2023 (total 8 days) 24 hours a day (except on 16 January 2023 the subscription system will close at 4:00 p.m.).

5.2 Subscription methods and contact place for subscription of convertible debentures with warrants

Existing shareholders who wish to subscribe for convertible debentures with warrants or their attorney can submit documents for subscription and payment for convertible debentures at Chewathai Public Company Limited. The Company reserves the right to allow the subscription by other methods as it deems appropriate from 9:00 a.m. to 4:00 p.m. or make a reservation via online system (E-SUB) between 9 –16 January 2023 (total 8 days) 24 hours a day (except on 16 January 2023 the subscription system will close at 4:00 p.m.) at the following addresses:

Chewathai Public Company Limited

Address : 1168/80 Lumpini Tower, 27th Floor, Unit D, Rama4 Rd., Tungmahamek Sub-District,

Sathorn District, Bangkok 10120

Phone number : 0-2679-8870-3

Fax : 0-2679-8870-4

For shareholders in other provinces, shareholders can contact the securities company where you have a brokerage account. Your securities company will provide advice and/or collect the subscription form and supporting documents for the subscription for the convertible debentures combined with the company's warrants in the future. In addition to the subscription for convertible debentures with warrants at the head office of the company for convertible debentures with warrants as mentioned above, each eligible existing shareholder can subscribe for convertible debentures online (E-SUB) on the website <a href="https://investor.chewathai.com/th">https://investor.chewathai.com/th</a> as specified in section 5.3 Subscription Methods and Payment for Subscription of Convertible Debentures with Warrants in this document.

### 5.3 Method of payment for the subscription of convertible debentures with warrants

The subscriber can make multiple payments for the subscription of the convertible debentures. Each time, payment must be made in full for each purchase from 9.00a.m. to 4.00 p.m. on between 9 – 13 and 16 January 2023 (total 6 business days) or make a reservation via online system (E-SUB) between 9 –16 January 2023 (total 8 days) 24 hours a day (except on 16 January 2023 the subscription system will close at 4:00 p.m.) via the following methods:

5.3.1 Payment can be made in cash at the place of purchase the subscriber can pay the subscription fee at the subscription location from 9:00 a.m. to 4:00 p.m. on between 9 – 13 and 16 January 2023 (total 6 business days) or make a reservation via online system



(E-SUB) between 9 –16 January 2023 (total 8 days) 24 hours a day (except on 16 January 2023 the subscription system will close at 4:00 p.m.).

# 5.3.2 Payment by transferring money to the company account

Account name "Chewathai Public Company Limited"

Bank Kasikornbank Public Company Limited, Thanon Sathorn Branch

Account type Savings

Account number 038-2-95055-0

a) The subscriber must submit a subscription document together with the original deposit slip for the subscription of convertible debentures to the Company <u>by 16</u> <u>January 2023</u>, which is the last day of the subscription for convertible debentures.

b) In the case that the subscriber makes a subscription through the website <a href="https://investor.chewathai.com/th">https://investor.chewathai.com/th</a> subscribers must select the payment method as "Transfer" together with evidence of payment of the subscription payment for convertible debentures in the system, then check the subscription information and save and/or print proof of payment for the subscription as a supporting document for the subscription of convertible debentures <a href="https://investor.chewathai.com/th">by 16 January 2023</a>, which is the last day of the subscription for convertible debentures. The subscriber can make a subscription through the website 24 hours a day within the day of the subscription opening.

# 5.3.3 Pay by cheque, cashier's cheque, or draft

(a) Crossed out orders payable only in name

"Chewathai Public Company Limited" to subscribe for securities "which can be collected from Clearing House in Bangkok within 1 business day delivered together with the convertible debenture subscription form and the convertible debenture subscription certificate at the place of purchase within 4 p.m. of the subscription period. Please date the cheque/cashier's cheque according to the date of purchase, but not later than 13 January 2023, including the namesurname and a contact phone number on the back of the cheque/cashier's cheque. If the customer does not specify the name-surname and contact number on the back of the cheque/ cashier's cheque, or the company cannot

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contact the customer or in the event of inability to collect payment, the Company reserves the right to subscribe for such shares.

- (b) Draft, billable all over the Kingdom, payable in the name of "Chewathai Public Company Limited".
- (c) Please specify shareholder registration number (refer to the Certificate of Subscription Rights for Convertible Debentures (Attachment No. 2)), namesurname and contact phone number on the back of the cheque, cashier's cheque or draft.
- (d) Deadline for subscription in the case of paying by personal cheque, cashier's cheque or draft is between 9 13 January 2023 from 9:00 a.m. 4:00 p.m.
- (e) In the event that the subscriber makes a subscription through the website <a href="https://investor.chewathai.com/th">https://investor.chewathai.com/th</a> subscriber must choose a payment method as "Cheque/Cashier's Cheque/Draft" along with evidence of payment for the subscription for convertible debentures in the system, then check the subscription information and then record and/or print proof of payment for the subscription as a supporting document for the subscription of convertible debentures within 16 January 2023, which is the last day of the subscription for convertible debentures. The subscriber can reserve through the website 24 hours a day within the opening date of the subscription (except on 16 January 2023 the subscription system will close at 4:00 p.m.).

# 5.3.4 Payment via Internet Banking system to company account

Account name "Chewathai Public Company Limited"

Bank Kasikornbank Public Company Limited, Thanon Satorn Branch

Account type Savings

**Account number** 038-2-95055-0

a) The subscriber must submit a document of evidence of the subscription with documents for payment of the subscription through Internet Banking system and send to the Company by 16 January 2023, which is the last day of subscription for convertible debentures.



In the case that the subscriber makes a subscription through the website <a href="https://investor.chewathai.com/th">https://investor.chewathai.com/th</a> the subscriber must select the payment method as "Internet Banking" and attach proof of payment for the convertible debenture subscription in the system. Then check the subscription information and then record and/or print proof of payment for the subscription as a supporting document for the subscription of convertible debentures <a href="https://www.nich.nich.com/th/">within 16 January 2023</a> which is the last day of the subscription for convertible debentures.

#### 5.4 Subscription documents

b)

(1) Subscription form for convertible debentures with warrants that are filled in and signed.

The Company has delivered the subscription for convertible debentures with warrants to all shareholders as specified in the list of shareholders who have the right to subscribe for and allocated convertible debentures with warrants right (Record Date) on 28 November 2022. In the case of being a juristic person, sign with a seal (if any). In this regard, shareholders can submit 1 subscription for convertible debentures with warrants per 1 subscription certificate for convertible debentures with warrants only. Shareholders can apply for a subscription for convertible debentures with warrants at Chewathai Public Company Limited or download from the company's website (http://www.chewathai.com).

- (2) Certificate of Subscription Rights for Convertible Debentures with Warrants issued by Thailand Securities Depository Co., Ltd. (Enclosure 2)
  - In the event that there is no certificate of right to subscribe for convertible debentures with warrants of the subscriber and/or in the event of a name/surname change, the name/surname does not match the name of the shareholder that appears in the share register book as of 28 November 2022, which is the date to determine the list of shareholders who have the right to subscribe for convertible debentures with warrants (Record Date) or in the certificate of the right to subscribe for convertible debentures with warrants, attach documents issued by government agencies such as certificates, marriage certificates, divorce certificates, certificates of name/surname change, etc.
- (3) Evidence of payment for the subscription of convertible debentures with warrants are as follows:
  - (a) Personal cheque/ cashier's cheque or draft (also known as a "bank cheque" that can be collected from a clearing house in Bangkok within 1 business day), or



- (b) Copy of deposit slip and write the name, surname, address, and contact phone number on the back, or
- (c) In the case of paying via Internet Banking to the company account, copy of proof of payment for the subscription of convertible debentures with warrants via the Bank's Internet Banking system
- (4) A copy of the first page of the bank passbook of savings account or current account only. The name of the bank account must be the same as the subscriber only, with certified true copy. In the case where the subscriber wishes to refund the subscription fee for the part that has not been allocated or has not been allocated in full according to the amount oversubscribed, the refund will be through the system of transferring money to a bank account including for receiving interest and repaying principal (if any).
- (5) Identification documents as follows:

(a) Thai nationality : Copy of ID card with certified true copy

(b) Foreign nationality : Copy of passport with certified true copy

- (c) Domestic juristic person : Copy of the company certificate issued by the Ministry of Commerce not more than 6 months prior to the exercise date with certified true copy and documentary evidence of the authorized person under (a) or (b) certified true copy
- (d) Foreign juristic person : Copy of the company incorporation certificate Memorandum of Association and a certificate issued no more than 6 months prior to the exercise date which is certified by Notary Public with certified true copy and documentary evidence of the authorized person under (a) or (b) certified true copy
- (6) Power of attorney to act on behalf (Attachment 7) affixed with a stamp duty of 30 Baht (in the event that the attorney is assigned to act on his behalf), along with a copy of the identity card of the attorney (in the case of a foreign authorizing, provide a copy of the alien certificate or a copy of a passport showing proof of residence in Thailand) which is signed to certify true copy.
  - (a) In the case of a power of attorney to act on behalf that are prepared in foreign countries, power of attorney and a copy of the authorized person's passport that is not expired, the signature must be certified by a Notary Public and certified by a Thai embassy staff member or a Thai consulate in the country where the said document has been prepared or authenticate.



(b) The person authorized to act on his behalf must show ID card or passport (original) in front of the staff of the company and submit a copy of the ID card or passport with a certified true copy.

The signature on every identification document must be the same as the signature on the subscription document for convertible debentures with warrants.

However, if the subscriber fails to deliver the documents supporting the subscription as mentioned above or deliver incomplete documents, the Company reserves the right to assume that the subscriber does not wish to exercise the right to subscribe for the convertible debentures with warrants at this time. However, the Company may, in its sole discretion, consider exempting from receiving certain Subscription Documents to any Subscriber or call for other documentary evidence to substitute or add as deemed appropriate.

#### 5.5 Subscription conditions

- 5.5.1 Subscribers for convertible debentures with warrants are able to subscribe according to rights, over rights or less than rights that have been allocated. Shareholders who wish to subscribe for convertible debentures with warrants by rounding off or subscribe for convertible debentures with warrants less than the rights allocated will be allocated the amount subscribed.
- 5.5.2 Existing shareholders who have the right to subscribe and have paid the subscription fee have no right to cancel the subscription. In this regard, the Company for convertible debentures reserves the right to disqualify the subscription if the Company for convertible debentures did not receive the documents for the subscription for the convertible debentures with warrants and/or the payment for the subscription for the convertible debentures with warrants within the specified time.
- In the case of payment of subscription for convertible debentures with warrants is by bank cheque, the subscription payment will be complete only when the paying bank has successfully cashed the bank cheque and the subscription for convertible debentures with warrants will be valid only when the Company of the convertible debentures can collect the subscription fee.

  If (1) the existing shareholders who have the right to subscribe cannot pay the subscription fee for convertible debentures with warrants, the subscription fee cannot be charged under any circumstances. However, it is not the fault of the Company whether in whole or in part within the specified period for the subscription and payment of the convertible debentures with warrants; or (2) the existing shareholders who have the right to subscribe fill in the subscription form for convertible debentures with warrants incomplete or unclear, the Company has the right to be



deemed to have waived the right to subscribe for convertible debentures with warrants. the Company reserves the right to further allocate convertible debentures with warrants.

In addition, in the payment of subscription for convertible debentures with warrants, existing shareholders who have rights to subscribe should check the method of payment for the subscription and proceed according to the specified conditions and methods. If the existing shareholders who are entitled to subscribe fail to comply with the payment method for the subscription for convertible debentures with warrants and proceed in accordance with the conditions and methods specified in order to be able to collect the subscription fee in time for the subscription period, the Company has the right to be deemed to have waived the right to subscribe for convertible debentures with warrants. The Company reserves the right to further allocate convertible debentures with warrants.

- 5.5.4 The Company reserves the right not to allocate convertible debentures to any subscriber if such allocation result or may result in an act contrary to law. or foreign regulations or will result in the need to take any action in addition to having to comply with regulations related to the issuance and offering of securities under Thai law, such as the existing shareholders of a company in the United States, and any other countries as the Company deems appropriate. (This may include the refusal to offer or allocate newly issued convertible debentures to U.S. Persons (as defined in Regulation S under the U.S. Securities Act of 1993)).
- In the event that shareholder receives a certificate of the right to subscribe for convertible debentures for more than one shareholder registration number, shareholders must prepare supporting documents for subscription according to the number of shareholder registration numbers that the shareholders receive the certificate of rights to subscribe for convertible debentures, that is, 1 set of subscription documents per 1 shareholder registration number only or subscribe through the E-SUB system, separated by shareholder registration numbers only. If shareholder subscribes with a single shareholder registration number, combining the right to be allocated the company's securities of all shareholders' registration numbers into one transaction or specify such information in the same set of subscription documents, the subscriber may not be allocated the Company's securities in full according to all rights held by all shareholder registration numbers combined and the Company reserves the right to allocate the Company's securities to the subscriber as he or she deems appropriate or not allocate the Company's securities to such subscriber.



In the event that the shareholders wish to send the subscription for convertible debentures by registered mail, it is requested to submit documents such as the subscription form for convertible debentures, subscription certificate for convertible debentures and crossed cheque/cashier's cheque payable only by sending via registered mail to the place of purchase. In this regard, the subscription documents must arrive at the Company's office by 4:00 p.m. of 13 January 2023 at the latest and for the convenience of the subscription. Please put "Subscription for convertible debentures" in bracket at corner of the envelope.

# 5.6 Refund of Subscription fee for convertible debentures and return of cheque for subscription fee for convertible debentures

- (1) In the case of a refund of the subscription fee for convertible debentures when the shareholders who subscribe have not allocated convertible debentures due to violating the conditions of the subscription or has not been fully allocated according to the amount oversubscribed and/or unable to collect the subscription payment for convertible debentures according to the convertible debenture subscription cheque, the Company will proceed to refund the unallocated or underallocated portion of the subscription without interest and without any damages within 14 working days from the closing date of the subscription for the Company's securities by means of transferring money to the subscriber's bank account as specified in the Company's subscription form or in the E-SUB system.
  - (2) In the case where it is <u>unable to proceed to refund the subscription fee</u> for the part that has not been allocated or has not been allocated in full according to the amount oversubscribed <u>by means</u> of transferring money to the subscriber's bank account as specified in the Company's subscription form or in the E-SUB system, as the case may be, for any reason beyond the control of the Company, the Company will proceed to refund the unallocated portion of the subscription fee or the unallocated amount in full according to the amount oversubscribed in excess of the right as a crossed cheque payable only on to the subscriber and send it via registered mail to the address appearing in the shareholder database of the Company in the share register book as of August 26, 2022. In case of receiving a refund by cheque, the subscriber will be responsible for the collection fee from clearing houses or bank cheques fee (if any).
  - (3) In the event that the Company is unable to refund the unallocated portion or the full unallocated amount of the Company's share within 14 business days from the date of the end of the subscription period, the Company is responsible for remitting the said refund and must pay interest to the subscriber at the rate of 7.50% per annum calculated from the amount of the



subscription that has not been allocated or has not been allocated in full and must repay from the date of expiration, which is the period of 14 working days until the date of repayment by the above method.

#### 5.7 Method of delivery of securities

The subscription for convertible debentures with warrants for convertible debentures can choose the comapny or the registrar of the convertible debentures of the company, which is CIMB ThaiBank Public Company Limited, to take action in any of the following cases:

- 5.7.1 In the event that the subscriber wishes to apply for the convertible debenture certificate, the company will issue the convertible debenture certificates on behalf of the subscriber where the convertible debenture registrar will deliver the convertible debenture certificates in the amount allocated to the convertible debenture allotments via Postal or Air Mail (in the case of sending to the convertible debenture holder abroad) to the name and address specified in the subscription form within 15 business days from the closing date of the convertible debenture subscription.
- 5.7.2 In the event that the subscriber wishes to use the services of the Securities Depository, the convertible debentures will be deposited in the account of the securities company in which they have a securities trading account. The name of the subscriber must be the same as the name of the securities trading account that the subscriber wishes to deposit shares in the securities company's account only, otherwise the company reserves the right to issue convertible debentures certificate to the subscriber.

In this case, the Company will deposit the convertible debentures with "Thailand Securities Depository Company Limited for Depositors" and the depositor will record the number of convertible debentures deposited by the securities company. At the same time, the securities company will record the number of convertible debentures deposited by the subscriber and issue evidence of deposit to the subscriber within 7 business days from the closing date of the convertible debenture subscription.

#### 5.8 Allotment and other subscription information

- 5.8.1 Any shareholder of the Company who holds less than 4,251 shares will not have the right to subscribe for convertible debentures but can express their intention to subscribe in excess of their rights.
- 5.8.2 Existing shareholders who are entitled to allotment can subscribe for convertible debentures according to their rights, less than right or more than their rights or waive the right not to subscribe for convertible debentures offered for sale at this time. The Company will allocate the convertible debentures to the shareholders who subscribe according to their right first. If there are convertible debentures remaining from the allocation according to the rights that the shareholders must receive, the Company will allocate the remaining convertible debentures to the shareholders who



subscribe and pay for the convertible debentures in excess of their rights until there are no convertible debentures to allocate.

- 5.8.3 In the event that the existing shareholders subscribe for convertible debentures in excess of their rights, the shareholders must express their intention to subscribe for convertible debentures in excess of the rights under the convertible debenture subscription at the same time as the subscription for convertible debentures. If there are convertible debentures remaining from the subscription according to the right, shareholders who oversubscribe will be allocated convertible debentures oversubscribed as follows:
  - (1) In the event that the remaining convertible debentures are more than the total number of oversubscribing shareholders, all oversubscription shareholders will be allocated according to the needs of the oversubscribing shareholders.
  - (2) In the event that the remaining convertible debentures are less than the total number of shareholders who have oversubscribed, shareholders oversubscribed will be allocated convertible debentures oversubscribed in proportion to their existing shareholding until there are no remaining convertible debentures oversubscribed. If the remaining convertible debentures are less than the total number of shareholders who have oversubscribed, shareholders oversubscribed will be allocated in proportion to their existing shareholding until there are no remaining oversubscribed convertible debentures.

However, the number of convertible debentures that are eligible to be allocated will not exceed the number of convertible debentures that each shareholder has subscribed and paid for. When allocating the remaining convertible debentures to the shareholders who oversubscribe, if there is a fraction of the convertible debentures from the calculation, the Company will round off the remaining convertible debentures. If there are convertible debentures remaining from such rounding, the Company will continue to allocate such convertible debentures to shareholders in accordance with the above procedure until there is no fraction of convertible debentures remaining. If the remainder remains and the above calculation method is not possible, the Company will allocate the remaining convertible debentures 1 unit at a time according to the right to subscribe.

- 5.8.4 The shareholders who subscribe will receive evidence of the convertible debenture subscription deposit signed by the Company's staff as evidence for the subscription for convertible debentures.

  The result of the subscription will be complete when the company is able to collect payment and receive all the documents supporting the subscription.
- 5.8.5 Shareholders who submitted their intention to subscribe for convertible debentures and made payment for the subscription, the Company has the right to cancel the subscription of the



shareholders who have not completed the process according to the methods specified in Part 1 Clause 5.3 and 5.4

5.8.6 In the event that the subscriber's information does not match the information shown in the Company's share register book as of the date of specifying the name list, the Company and the Company reserves the right to hold the information that appears in the share register book and the right to modify the details of the payment method for the subscription, conditions for the subscription or any information related to the subscription method and/or payment as appropriate in the event of problems, obstacles or limitations in operation as well as considering management, receipt of payment for purchase, in the event that the subscriber deposits money into the subscription account to pay for the subscription which does not meet the specified conditions, in order to maximize the benefit of this subscription for convertible debentures with warrants of the Company.

# 6. Payment method of principal, interest, and dividends

# 6.1 Principal payment

In the event that the convertible debenture holder does not express his intention to convert the convertible debentures, the convertible debenture issuer will pay principal on the convertible debenture as of the convertible debenture expiration date, which is on 17 January 2025 (in the event that the expiration date of the convertible debentures is a public holiday, it will be postponed to the next business day, additional interest will be charged on the postponed date) to the convertible debenture holders whose names appear in the convertible debenture holders' register book or according to the list of convertible debenture holders obtained from the Securities Depository (as the case may be) through the convertible debenture registrar by:

- (1) Issuing a crossed cheque only to the convertible debenture holder dated on the same business day that payment is required under the Terms of Rights. The convertible debenture registrar will send the cheque in advance to the convertible debenture holders via registered mail or Air Mail (in case of sending to the convertible debenture holders abroad) to the address of the convertible debenture holder specified in the convertible debenture subscription form or as the convertible debenture holder has notified in writing to the convertible debenture registrar not less than 14 (fourteen) business days prior to the date due for payment.
- (2) Transfer of funds to the bank account of the convertible debenture holder opened with a commercial bank having a branch in Thailand according to the details that the convertible debenture holder has notified his or her intention in the convertible debenture subscription form or as the convertible debenture holder has notified the convertible debenture registrar in advance of not less than 14 (fourteen) business days prior to the payment due date.
- (3) Any other payment method as the issuer of convertible debentures convertible debenture holders representative and the convertible debenture registrar may agree from time to time.



### 6.2 Payment of interest or any other payment (if any)

The convertible debenture issuer will pay interest at the rate of 6.00% per annum every 17 April, 17 July, 17 October, and 17 January each year throughout the term of the convertible debentures (in the event that it falls on a public holiday, it will be postponed to the next business day) and the last interest payment date is 17 January 2025 (in the event that the convertible debenture expires on a public holiday will be postponed to the next business day, which will charge additional interest on the postponed date) to the convertible debentureholder whose name appears in the convertible debenture holders register book or according to the list of convertible debentureholders obtained from the Securities Depository as of the closing date of the relevant convertible debentureholders register book through the convertible debenture registrar by:

- (1) Issuing a crossed cheque only to the convertible debenture holder dated on the same business day that payment is required under the Terms of Rights. The convertible debenture registrar will send the cheque in advance to the convertible debenture holders via registered mail or Air Mail (in case of sending to the convertible debenture holders abroad) to the address of the convertible debenture holder specified in the convertible debenture subscription form or as the convertible debenture holder has notified in writing to the convertible debenture registrar not less than 14 (fourteen) business days prior to the date, or
- (2) Transfer of funds to the bank account of the convertible debenture holder opened with a commercial bank having a branch in Thailand in accordance with the details that the convertible debenture holder has notified in the convertible debenture subscription form or as notified in writing to the convertible debenture registrar not less than 14 (fourteen) business days prior to the maturity payment date, or
- (3) Any other payment method as the issuer of convertible debentures convertible debenture holders' representative and the convertible debenture registrar may agree from time to time. The convertible debenture holders are not required to surrender the convertible debenture certificates to receive payment except in the case of reasonable suspicion. The convertible debenture issuer or the convertible debenture registrar may require the convertible debenture holder to surrender the convertible debenture certificate, in which case the convertible debenture issuer is not required to pay until the convertible debentures certificate is received.
- 6.3 In case the convertible debenture subscriber converts into ordinary shares wishing to receive dividends/any other rights in monetary form into a bank account (e-Dividend) of Thailand Securities Depository Co., Ltd. by transferring money to a bank account in Thailand

Subscriber and/or convertible debenture holder who wish to receive dividends/any other rights in monetary form into the bank account (e-Dividend) of Thailand Securities Depository Co., Ltd. by transferring money to a bank account in Thailand (the name of the bank account must be the same as the name of the subscriber and/or the convertible debenture holder only), please complete the "Dividend Payment Service Application/Other Monetary Rights into a bank account (e-Dividend)" of the Thailand Securities Depository Company (Attachment 8), affix a 10 Baht stamp duty (if authorized) and prepare the required documents



as specified in the "e-Dividend application form" 1 set separately (not able to use evidence in conjunction with the convertible debenture subscription form) and deliver to the Company together with the subscription form.

In the event that the subscriber and/or the convertible debenture holder inform the subscriber and/or convertible debentureholders and/or bank account details in the "dividend payment service application/any other monetary rights" into a bank account (e-Dividend)" does not match the company database Securities Depository (Thailand) at the subscriber and/or convertible debenture holder has been notified before, Thailand Securities Depository Company will update the subscriber information and/or convertible debenture holders and/or bank account details to be in accordance with the information in the "Dividend Payment Service Application / Any Other Rights monetary into bank account (e-Dividend)" and such information will also be used with other securities held by the subscriber and/or the convertible debenture holder.

# 6.4 Office of the registrar of convertible debentures

CIMB ThaiBank Public Company Limited

Registrar and Payment Agent

15<sup>th</sup> Floor, 44 Langsuan Rd., Lumpini Sub-District,

Pathum Wan District, Bangkok 10330

Contact name of the chief registrar: Mr.Chinruj Ramanchai

Phone number: 02-626-7503, 7504, 7506, 7218, 7511

Phone number: 02-638-8112, 8447, 8508

#### 6.5 Office of the Securities Depository

Thailand Securities Depository Company Limited

62 The Stock Exchange of Thailand Building

Ratchadaphisek Road, Khlong Toei District, Bangkok 10110

Phone number: 0 2229-2800

Fax number: 0 2359-1259

TSD Call center: 0 2229-2888

Website: http://www.tsd.co.th

E-mail: TSDCallCenter@set.or.th

### 7. Conversion and conversion conditions

# 7.1 Conversion date

Convertible debentureholders can exercise their right to convert into ordinary shares of the convertible debenture issuer in accordance with the conversion rate stipulated in the convertible debentures' Terms of Rights which can be converted after 1 year 6 months from the date of issuance of convertible debentures

which is 17 July 2024 or the next business day in case the date is not a business day, and the maturity date of the convertible debentures, which is the last convertible date, which is 17 January 2025 (hereinafter referred to as "conversion exercise date")

#### 7.2 Period for exercising the right to convert

The convertible debenture holder who wishes to exercise the convertible debentures of the Company must notify his or her intention to exercise the convertible debentures at the contact place for the exercise of the convertible debentures as specified in Part 1, Clause 7.3, and according to the methods and procedures for conversion specified in Part 1, Clause 7.4 by exercising the right to convert the convertible debentures into ordinary shares of the issuer of the convertible debentures to the convertible debenture holder whose name shows the owner or the last transferee Those wishing to exercise the conversion rights submit the convertible debenture certificates in the amount they wish to exercise. together with the form indicating the intention to exercise the conversion rights of the convertible debentures (Attachments 3 and 4 of the Terms of Rights) with complete text between 9:00 a.m. and 4:00 p.m. at the head office of the convertible debenture issuer or the head office of the convertible debenture registrar within at least 7 days prior to the conversion due date. The first date of exercise of conversion right is 17 July 2024 or the next business day in case that date is not a business day (convertible debenture holders can express their intention to exercise the convertible debentures during 10 - 16 July 2024) and not less than 15 days before the last exercise date/expiration date of the convertible debentures, which is on 17 January 2025 (convertible debenture holders can express their intention to exercise their convertible debentures between 25 December 2024 and 16 January 2025) only on business days between 9:00 a.m. and 4:00 p.m.

#### 7.3 Contact place to exercise the right to convert

Convertible debenture holders wishing to exercise the convertible debentures to ordinary shares of the convertible debenture issuer can express their intention to exercise the convertible debentures at the head office of the convertible debenture issuer or head office of the convertible debenture registrar on business days between 9:00 a.m. and 4:00 p.m.

Head office of the convertible debenture issuer

Chewathai Public Company Limited

1168/80 Lumpini Tower, 27<sup>th</sup> Floor, Unit D, Rama4 Rd.,

Tungmahamek Sub-District, Sathorn District, Bangkok

Phone number: 0-2679-8870-3

Fax: 0-2679-8870-4



Head office of the convertible debenture registrar

CIMB ThaiBank Public Company Limited

Registrar and Payment Agent

15<sup>th</sup> Floor, 44 Langsuan Rd., Lumpini Sub-District,

Pathum Wan District, Bangkok 10330

Contact name of the chief registrar: Mr.Chinruj Ramanchai

Phone number: 02-626-7503, 7504, 7506, 7218, 7511

Phone number: 02-638-8112, 8447, 8508

If the company has changed the contact place for the conversion, the Company will further inform the

convertible debenture holders through the SET's Information Disclosure System (ELCID).

7.4 Methods and procedures for converting

7.4.1 In exercising the right to convert the convertible debentures into ordinary shares of the issuer of

the convertible debentures, the convertible debenture holder whose name is the owner or the last assignee

who wishes to exercise the conversion right submits the convertible debenture certificate for the amount

he wishes to exercise, together with the form indicating the intention to exercise the conversion rights of

the convertible debentures (attachments 3 and 4 of the Terms of Rights) between 9:00 a.m. and 4:00 p.m.

within at least 7 days prior to the conversion due date. The first date of conversion right is 17 July 2024 or

the next business day in case that date is not a business day (convertible debentureholders can express

their intention to exercise their convertible debentures between 10 - 16 July 2024) and not less than 15

days before the last exercise date/expiration date of the convertible debentures, which is on 17 January

2025 (convertible debenture holders can express their intention to exercise their convertible debentures

between 25 December 2024 and 16 January 2025 only on business days between 9:00 a.m. and 4:00

p.m.). The form of intent to exercise the convertible debentures can be obtained at the contact point for

the exercise of convertible rights at the address specified in Section 1, Clause 7.3, and provide the

following documents:

(1) Form of intent to exercise conversion rights of convertible debentures that have filled in all the

information correctly, clearly and signed by the convertible debenture holder.

(2) Convertible debenture certificate or convertible debenture certificate which the convertible

debenture holder has signed the transferor on the back which contains the number of units of the

convertible debentures greater than or equal to the amount specified in the form shown the

intention to exercise the conversion rights of the convertible debentures.



(3) Power of attorney for others to receive new convertible debentures for convertible debentures that have not yet been converted (for convertible debenture holders who are partially converted from convertible debentures).

#### (4) Evidence supporting the conversion

- Thai nationality: Copy of ID card, civil servant card or state enterprise employee card which has not expired with a signature certifying true copy (in the case of government officials or state enterprise employee card, if no identification card number is specified, attach a copy of house registration with 13 digits of identification number with signature certifying true copy). In the event that the subscriber is a minor, a copy of the identity card of the parent (father/mother/legitimate representative), a copy of the minor's ID card (if any) and a copy of the house registration where the minor resides must be attached with certified true copy. The signature must be the same as the signature signed in the form indicating the intention to exercise the convertible debentures and the back of the convertible debenture certificate.
- Foreign nationality: Copy of alien certificate or copy of passport which has not expired with
  a signature certifying true copy. The signature must be the same as the signature of the
  convertible debentures and the back of the convertible debenture certificate.
- Domestic juristic person: A copy of the Ministry of Commerce certificate issued no later than 6 months prior to each conversion date with a signature certifying true copy by authorized directors to bind the juristic person and affix the company's seal (if any) and a copy of the identification card civil servant card or state enterprise employee card which has not expired of the authorized director of the juristic person (in the case of a government official card or state enterprise employee card, not specified ID number, please attach a copy of house registration with 13 digits of identification number together with signature certifying true copy). In the case of authorized directors is a person who is not of Thai nationality, use a copy of the alien certificate or a copy of a valid passport of the director authorized to sign on behalf of the juristic person with a signature certifying true copy. The signature must be the same as the signature of the convertible debentures and the back of the convertible debenture certificate.
- Foreign juristic person: A copy of the juristic person registration, certificate memorandum, a certificate issued by an officer of a legal entity or entity of Countries in which the legal entity has a domicile that certifies the legal entity's name, name of authorized signatory to bind the juristic person, location of the head office and the powers or conditions for signing to bind the juristic person issued no more than 6 months before each conversion date with a signature certifying true copy by the authorized director to bind the juristic person with the company's seal (if any) and a copy of the identification card civil servant card or a state



enterprise employee card that has not expired of the director authorized to bind the juristic person (in the case of a government official card or state enterprise employee card does not specify an identification number, please attach a copy of house registration with 13 digits of identification number together with signature certifying true copy). In the case that the authorized director of the juristic person is a person who is not of Thai nationality, use a copy of the alien certificate or a copy of a valid passport of the director authorized to sign on behalf of the juristic person with a signature certifying true copy, provided that the signature must be the same as the signature signed in the form indicating the intent to exercise the convertible rights of the convertible debentures and the back of the convertible debenture certificate.

In this regard, a copy of the documents for the juristic person who is not of Thai nationality, the signature of the author or the certifying agent of the document must be certified by a notary public with a notary public stamp and certified by a Thai embassy staff or the Thai consulate in the country where the said document has been prepared by certifying the above documents must be certified no later than 6 months before each conversion date.

- (5) Power of attorney affix a 30 Baht stamp duty (in the case of an attorney assigned to act on your behalf) along with a copy of the attorney's evidence and the authorized person according to Part 1, Clause 7.4.1 (4), as the case may be.
  - Convertible debenture holders wishing to convert will be responsible for tax expenses and/or stamp duty (if any) in accordance with the provisions of the Revenue Code on stamp duty category or regulations or other relevant laws or enforce the conversion under convertible debentures (if any).
- 7.4.2 Convertible debenture holders can exercise their right to convert convertible debentures last time by using the form of intent to exercise the conversion rights of the convertible debentures last time (attachment 4 of the Terms of Rights) attached herewith, or contact to obtain a form of intent to exercise the convertible debentures for the last time at the company at the address specified in Part 1, Clause 7.3 during 25 December 2024 and 16 January 2025 (not less than 15 days prior to the last conversion date). The convertible debenture holders wishing to convert the convertible debentures last time must met the conditions for conversion. The convertible debenture holders must comply with the regulations or various laws that are applicable to the conversion by proceeding and submitting the following documents to the Company at the address specified in Part 1, Clause 7.3 above.
  - (1) Form for the last exercise of the convertible debentures that have filled in all the information correctly, clearly, completely and signed by the convertible debenture holder
  - (2) Convertible debenture certificate or convertible debenture certificate which the convertible debenture holder has signed the transferor's name on the back



- (3) Evidence supporting the conversion according to Part 1, Clause 7.4.1 (4)
- (4) Power of attorney affix a stamp duty of 30 Baht (in case of appointing a proxy to act on his behalf), together with a copy of the evidence of the attorney and attorney under Part 1, Clause 7.4.1. (4), as the case may be.

Convertible debenture holders wishing to convert will be responsible for tax expenses and/or all stamp duty (if any) in accordance with the provisions of the Revenue Code on stamp duty category or regulations or other relevant laws or enforce the conversion under convertible debentures (if any).

According to the form of intent to exercise the conversion rights of the convertible debentures last time, each convertible debenture holder must choose an option: (a) request the redemption of the convertible debentures for cash, or (b) request the redeeming of the convertible debentures by converting according to the conditions of the convertible loan, choose one option only. The convertible debentures held by one cannot be divided to select alternatives (a) and (b).

7.4.3 The number of units of convertible debentures requested for conversion must be whole numbers only. The conversion rate is equal to 1 unit of convertible debentures per 833 ordinary (total value of 999.60 baht per 1 unit of convertible debentures), unless the rights are adjusted. And the Company will pay convertible debenture holders in cash from the conversion in the amount of 0.40 Baht per 1 unit of convertible debentures according to the conversion conditions of the convertible debentures.

If a change in price and conversion rate is required according to the conversion price adjustment criteria and/or the conversion rate as specified in the rights adjustment conditions and there is a fraction of the number of ordinary shares from the conversion under the convertible debentures, the fraction of the shares shall be eliminated. The convertible debenture issuer will pay in cash back to the convertible debenture holder by calculating (1) the fraction of shares multiplied by (2) the conversion price in effect on the last day of the related convertibles exercise period (at the latest of 2 (two) weeks from the relevant conversion date or within the maturity date of the convertible debentures, as the case may be).

- 7.4.4 The change in the exercise of convertible debentures shall be in accordance with the Terms of Rights of the convertible debentures.
- 7.4.5 If the Company does not receive the convertible debenture certificates in the amount specified in the form of intention to exercise the convertible debentures or the Company can verify that the information that the convertible debenture holder enters in the form indicating the intention to exercise the conversion rights of the convertible debenture or evidence supporting the request for conversion is incomplete or incorrect or affixing the stamp duty (if any) is incomplete and in accordance with the regulations or various laws, The convertible debenture holder must make amendments to comply with the conditions within the period of notification of intent to convert at that time, otherwise the company will be deemed that the notification of intent to convert at that time deteriorated without conversion



and the Company will return the convertible debenture certificates to the convertible debenture holders by post within 14 days from the date of each conversion without interest under any circumstances. Convertible debentures that have not yet been converted is still valid until the last conversion date unless that conversion is the last conversion. The company reserves the right to do the following. It is assumed that the convertible debenture holder does not wish to convert and would like to request a full refund of the principal amount (or want to request the company to redeem the convertible debentures to cash in full).

- 7.4.6 When the convertible debenture holder has complied with the conditions for the conversion of convertible debentures, that is, they have delivered either the convertible debenture certificate or the convertible debenture certificate of intent to exercise the convertible debentures or the form of intent to exercise the conversion rights of the convertible debentures last time (depending on the case) together with evidence supporting the conversion, correctly and completely, convertible debenture holders will not be able to revoke the conversion unless the written consent of the Company has been obtained.
- 7.4.7 After the end of the last conversion date but the convertible debenture holder has not fully complied with the conditions of the conversion and/or has not expressed his intention to exercise the right to convert in any way within the period specified in Part 1, Clauses 7.2 and 7.4, such convertible debentures shall be deemed to have expired without conversion and convertible debenture holders will not be able to convert again. The Company reserves the right to proceed with the redemption of the convertible debentures as specified in Part 1, Clause 7.4.5, whereby the holder of such convertible debentures has no right to claim any damages against the Company and the Company will not undertake any compensation or compensation incurred.
- 7.4.8 In the event that it is not the last exercise of conversion right, convertible debenture holders deliver convertible debenture certificates or convertible debenture certificates in the number of units greater than the number of units intended to convert, the Company will send a new convertible debenture containing the remaining number of convertible debentures to the holders of such convertible debentures by post or by Air Mail to the address of the convertible debenture holder specified in the form of intent to exercise the right to convert within 15 days from the date of such conversion and the old convertible debenture will be cancelled.
- 7.4.9 The Company will apply for registration of the change in the paid-up capital of the Company with the Ministry of Commerce for the number of newly issued ordinary shares for each conversion within 14 days from the date of each conversion. Registration of convertible debenture holders to become ordinary shareholders of the Company in the share register book according to the number of ordinary shares calculated from the conversion at that time.
- 7.4.10 In the event that the ordinary shares reserved to support the conversion are insufficient, the Company will compensate for damages incurred to the holders of convertible debentures that cannot be



converted as stated in the Terms of Rights governing the rights and obligations of the convertible debenture issuer and convertible debenture holder.

7.4.11 The Board of Directors and/or the person assigned by the Board of Directors and/or the Managing Director to consider other Terms of Rights and other details or reasons for issuing new shares as well as changes both in terms of convertible price and conversion rate according to the appropriate method of calculating. When there is an event stipulated by the relevant notification of the Securities and Exchange Commission. The Board of Directors will propose to the shareholders' meeting in accordance with the rules.

# 7.5 Issuance and delivery of new ordinary shares

Convertible debenture holders can choose to let the company take any of the following actions:

- (1) Prepare new ordinary share certificates issued from the conversion within 14 (fourteen) business days from the date of the relevant conversion right and deliver the ordinary shares certificates to the convertible debenture holders who have received ordinary shares from the conversion (the issuer of convertible debentures shall not be liable for any loss or damage that may occur in the event that the above common stock certificates are lost or damaged after the issuer of convertible debentures delivers such ordinary share certificates to the convertible debenture holders by post or by air mail (as the case may be) to the address that the convertible debenture holder has correctly stated in the form to exercise the right to convert. However, the convertible debenture issuer may agree with the convertible debentures holder to receive the share certificates themselves, or
- (2) Depositing or requesting a related securities company to deposit such ordinary shares with the Securities Depository within 7 (seven) business days from the date of exercising the relevant convertible rights. The name of the convertible debenture holder who has converted into ordinary shares must match the name of the securities trading account that the convertible debenture holder wishes to deposit in the account of the securities company only. Otherwise, the Company reserves the right to issue share certificates to the convertible debenture holders who have been allocated shares in accordance with Part 1, Clause 7.5 (1) instead.

#### 8. Others

- 8.1 The Company will allocate warrants to purchase ordinary shares of Chewathai Public Company Limited No. 2 to shareholders who subscribe for convertible debentures in proportion to the number of shares held by each shareholder free of charge (zero Baht) in the ratio of 1 unit of convertible debentures per 300 units of warrants No. 6, details in Section 1, item 3.2.
- 8.2 Shareholders, please refer to the details and other conditions of the convertible debentures in the (draft) provisions on the rights and obligations of the convertible debenture issuer and convertible debenture holder of Chewathai Public Company Limited attached.



8.3 Details of the convertible debenture holders' representative

Asia Plus Securities Company Limited

Head Office 3/1 Floor Sathorn City Tower

No. 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

8.4 Summary of important information of the instrument (Factsheet) as detailed on the next page



# Part 2 Company Information of the Issuer of Convertible Debenture

#### 1. General information

# 1.1 Major Changes and Developments

# History

Chewathai Public Company Limited ("the Company") was registered as a limited company under the law on March 13, 2008 with a registered capital of 10 million Baht. It is a joint venture between Chartchewa Company Limited and TEE Development Pte Ltd with an objective to operate a real estate business under the concept of developing quality residences to meet the needs of customers of all levels.

# **Key Milestones**

Month/ Year	Major Changes and Developments
Year 2008	
March	Chartchewa Co., Ltd. and TEE Development Pte Ltd jointly established Chewathai Co.,
	Ltd. with registered capital of 10 million Baht, holding 51% and 49% respectively
May	The company has increased its registered capital from 10 million Baht to 100 million
	Baht to finance real estate development
July	The company launched a real estate project in the category of condominiums on
	ownership land. This is the company's first high-rise building project, under the name
	"Chewathai Ratchaprarop Project", a 26-storey condominium project with 325 rooms
	on Ratchaprarop Road
November	The Company has increased its registered capital from 100 million Baht to 200 million
	Baht to finance real estate development
	The Company established Chewathai Hup Soon Co., Ltd. as a joint venture with United
	Motor Works (Siam) Public Company Limited, a company that is not related to the
	company in equal shareholding proportion of 50 percent, with the initial objective of
	developing a residential condominium project under the name "The Surawong"
	The Company launched The Surawong project, a residential condominium project. It
	is a low-rise building project with 8 floors
Year 2010	
November	The Company launched another Chewathai Ramkhamhaeng project, close to
	Ramkhamhaeng - Rama 9 elevated road which is a 33-storey condominium project
Year 2011	
June	Acquired investment in Global Environmental Technology Co., Ltd. ("GETCO"), in
	which the Company holds 100% of its shares, operating a wastewater treatment
	system management business
Year 2012	



Month/ Year	Major Changes and Developments
August	The Company started to develop ready built factories for rent (Ready Built Factories)
	by launching the first project in Amata City Industrial Estate, Project 1 Phase 1,
	comprising of 5 units
Year 2013	
January	The Company sold investment in Global Environmental Technology Co., Ltd.
	("GETCO") acquired in June 2011, a 100.00% subsidiary, to Chartchewa Co., Ltd. and
	TEE Resources Pte. Ltd. which is a related company of the Company at the price of
	240.00 million Baht to focus on real estate development, resulting in GETCO changing
	its status from a subsidiary to a related company
June	The company is a member of the Thai Condominium Association to receive news
	and important information of real estate business through training, seminars, and
	various emails
October	The company acquired the business from Rojtouch Development Co., Ltd., ready to
	start developing the "Cross Point" project, a condominium that is currently under
	development, in which the Company modified the name to a new brand name that is
	Chewathai Project Interchange and changed the name of Rojtouch Development Co.,
	Ltd. to Chewathai Interchange Co., Ltd., 100% held by the Company. The Chewathai
	Interchange project is a 26-storey condominium project
December	The company increased its registered capital from 200 million Baht to 240 million Baht
Year 2014	
June	The company has launched 5 additional units of ready built factories for rent in Project
	1 Phase 2 in Amata City Industrial Estate
October	The Company launched the Hallmark Chaengwattana project, which is a low-rise
	condominium project with 8 floors
	Chewathai Interchange Co., Ltd., a subsidiary company acquired the Dzio project
	from Orrada Co., Ltd. and proceeded with the development of the land under
	development and changed the name to Hallmark Ngamwongwan Project, which is a
	low-rise condominium project with 8 floors, 4 buildings
	The Company has purchased additional land in Amata City Industrial Estate, Rayong
	Province, totaling 13 rai to develop 4 more units of ready-made factory project 2 for
	rent
Year 2015	
January	The company received ISO 9001-2008 (Provision of Sale & Real Estate Services) for
	quality control system
February	The company is a member of the Thai-British Chamber of Commerce with the purpose
	of joining to increase public relations channels for ready-built factories for rent with



Month/ Year	Major Changes and Developments
	other members of the Thai-British Chamber of Commerce and to create a network and
	business alliances to be more extensive
April	The company is a member of the Thai-German Chamber of Commerce with the
	purpose of joining in order to increase public relations channels for ready-built
	factories for rent with other members of the Thai-German Chamber of Commerce and
	to create a network and business alliances to be more extensive
	The company is listed and converted into a public limited company and changed the
	company name to Chewathai Public Company Limited on April 24, 2015 by changing
	the par value from 100 Baht per share to 1 Baht per share
	Increased the company's registered capital from 240 million Baht to 580 million Baht
	by issuing 340 million new ordinary shares with a par value of 1 Baht per share, divided
	into 2 existing shareholders, namely the Company Chartchewa Co., Ltd. and TEE
	Development Pte Ltd in the amount of 108 million shares at the offering price of 1 Baht
	per share, resulting in the company having a paid-up capital of 348 million Baht and
	allocating such ordinary shares of 232 million shares with a par value of 1 Baht to offer
	for sale to the public for the first time
	The Annual General Meeting of Shareholders approved the issuance of the
	Company's debentures with revolving credit not exceeding 2,000 million Baht, offered
	to public and/or specific investors and/or domestic institutional investors and/or
	abroad
May	The Extraordinary General Meeting of Shareholders approved the issuance of short-
	term debentures of the Company with credit limit not exceeding 2,000 million Baht,
	maturity not exceeding 270 days, offering to investors not exceeding 10 investors
	• The company offered debentures No. 1/2015 in the amount of 140,000 shares with
	interest rate of 6.15%, maturity 270 days, due February 23, 2016
August	The Company received investment promotion certificates from the Board of
	Investment (BOI) to support the Ready Built Factory Project 1 Phase 2 located in
	Amata City Industrial Estate on Highway No. 331, Mabyangphon Sub-district, Pluak
	Daeng District, Rayong Province
September	The Company launched the Chewathai Residence Bang Pho project, a 24-storey high-
	rise condominium project
October	Decreased the Company's registered capital by 232 million Baht from the original
	registered capital of 580 million Baht by canceling 232 million ordinary shares that
	have been registered but not yet issued, with a par value of 1 Baht per share, resulting
	in a registered capital of 348 million Baht



Month/ Year	Major Changes and Developments
	Increased the company's registered capital from 348 million Baht to 905 million Baht
	by issuing 557 million new ordinary shares with a par value of 1 Baht per share, divided
	into 2 existing shareholders, namely the Company Chartchewa Co., Ltd. and TEE
	Development Pte Ltd in the amount of 240 million shares at the offering price of 1 Baht
	per share and allocate 317 million shares of such capital increase with a par value of
	1 Baht per share for initial public offering
Year 2016	
February	The company reduced its registered capital by 417 million Baht from the original
	registered capital of 905 million Baht by canceling 417 million ordinary shares that had
	already been issued but not yet issued at the par value of 1 Baht per share. The
	remaining registered capital was 488 million Baht
	Increased the Company's registered capital from 488 million Baht to 750 million Baht
	by issuing 262 million new ordinary shares with a par value of 1 Baht per share by
	allocating 262 million newly issued ordinary shares with a par value of 1 Baht per share
	for initial public offering
March	The Company offered 262 million ordinary shares for IPO to the public at the price of
	1.60 Baht/share
April	The company is listed as a securities company listed on the Market for Alternative
	Investment (MAI)
	• The company issued and offered debentures No. 1/2016 in the amount of 70,000
	shares, interest rate 4.60%, maturity 2 years due April 4, 2018
June	The company purchased the AQ ARIA project from AQ Estate Public Company
	Limited and continued to develop the project and changed its name to Chewathai
	Residence Asoke, which is a high-rise condominium project with 29 floors, 1 building
August	The Company launched the Chewathai Petchkasem 27 project, a 26-storey high-rise
	condominium project
September	The company received ISO 9001-2015 (Sales of Condominiums, Houses, Factories)
	On Rent & Real Estate Services) for quality control system
November	The company launched single-detached house and twin house projects under the
	project name Chewarom Rangsit-Don Mueang, 81 units
	• The Company issued and offered debentures No. 2/2016 in the amount of 100,000
	shares, interest rate of 4.08%, maturity of 1.5 years due on May 2, 2018
Year 2017	
April	The Annual General Meeting of Shareholders approved the issuance of the
	Company's debentures with revolving credit line of no more than 1,500 million Baht is



Month/ Year	Major Changes and Developments
	offered to the general public and/or specific investors and/or domestic institutional
	investors and/or abroad
May	Chewa Heart Co., Ltd. was established as a joint venture with Mr. Khajit.
	Luanpichpong who is not related to the company in the proportion of holding 70
	percent with the initial objective of developing residential projects in the category of
	townhomes
July	Joint venture company in Kamala Senior Living Co., Ltd. which is a joint venture with
	4 companies namely Nye Estate Co., Ltd., L.P.N. Development Public Co., Ltd. and
	CH Karnchang Real Estate Co., Ltd., which are companies not related to the Company
	in the proportion of holding 25 percent, with the initial objective of developing premium
	projects for the elderly
Year 2018	
January	TEE Development Pte Ltd sold 11.73% of shares to Chartchewa Co., Ltd. of paid-up
	capital
	• The Company issued and offered debentures No. 1/2018 in the amount of 498,500
	shares, interest rate 6.25%, maturity of 2 years due January 17, 2020
April	The company increased its registered capital by issuing 1,557,692,30 additional
	ordinary shares at the par value of 1 Baht per share from the original registered capital
	of 750,000,000 shares, totaling of 2,307,692,307 shares to support the stock dividend
	payment, offering of newly issued ordinary shares and issuing and allotment of
	warrants to purchase shares
	The annual general meeting of shareholders approved the issuance of debentures in
	the amount not exceeding 1,500 million Baht for the purpose of increasing liquidity,
	offering to general public and/or private placement investors and/or domestic
	institutional investors and/or abroad
May	The Company offered new ordinary shares to existing shareholders (Right Offering) at
	the ratio of 1:1, offering price of 1.15 Baht per share. The Company was able to offer
	467 million shares, totaling 537 million Baht
	• The Company issued warrants to purchase ordinary shares No. 1 (CHEWA-W1) to
	shareholders who purchased newly issued ordinary shares. The warrants will be
	allocated at the ratio of 1:1, the term of the warrants is 1 year 6 months with exercise
	price of 1.75 Baht
	Registered an increase in issued and paid-up ordinary shares of 525,027,183 million
	shares from the stock dividend payment of 57,691,379 million shares and the issuance
	of newly issued ordinary shares of 467,335,804 million shares, with the remaining
	registered and paid-up capital of 1,275,027,183 shares



Month/ Year	Major Changes and Developments
July	TEE Development Pte Ltd sold all shares to Chartchewa Co., Ltd., resulting in
	Chartchewa Co., Ltd. holding 67.64% of total shares. The management structure
	remains the same
September	The Company issued and offered debentures No. 2/2018 in the amount of 1.20 million
	shares, interest rate of 6%, maturity of 2 years due on September 7, 2020
October	The Company launched Chewathai Residence Thonglor, a low-rise condominium
	project with 8 floors, comprising of 130 units
December	The Company launched the Hallmark Charan 13 project, a low-rise condominium
	project with 8 floors, comprising 184 units
	The company launched a townhome project under the project name Chewa Home
	Ring Road - Lam Luk Ka, comprising of 274 units
Year 2019	
March	• The company issued and offered debentures No. 1/2019 in the amount of 486,000
	shares, interest rate 5.90%, maturity of 2 years, due on March 21, 2021
April	The Company launched the Chewa Home Suksawat-Pracha Uthit project, a 2-storey
	townhome project with approximately 359 units
	The Annual General Meeting of Shareholders approved the issuance of the
	Company's debentures with total revolving credit line of no more than 4,500 million
	Baht for the purpose of increasing liquidity, offering to general public and/or private
	placement investors and/or domestic institutional investors and/or abroad
May	The Company launched the Chewathai Hallmark Ladprao-Chokchai 4 project, a low-
	rise condominium with 8 floors, comprising of 814 units
	Chewathai Interchange Company Limited ("Chewathai Interchange"), a subsidiary of
	the Company, entered into a purchase and sale agreement for ordinary shares of
	Thaicorp Capital Company Limited ("Thaicorp"), a company operating Real estate
	development business amounting to 1.35 million shares or 100% of the total issued
	shares. As a result, Thaicorp is a subsidiary of Chewathai Interchange and is also a
	subsidiary of the company. On June 5, 2019, Thaicorp registered to change its name
	to Chewathai Home Office Co., Ltd.
August	The company launched Chewathai Kaset-Nawamin project, a high-rise condominium
	with 25 floors, 649 units
November	The Company launched the Chewarom NakornInn project, a 2-storey detached house
	with approximately 139 units
	The Company launched the Chewathai Pinklao project, a 13-storey low-rise
	condominium with 593 units



	Major Changes and Developments
	Last Exercise of Warrants to Purchase Ordinary Shares of Chewathai Public Company
	Limited No. 1 (CHEWA-W1)
	(The Company has issued and offered warrants to purchase ordinary shares of the
	Company No. 1 (CHEWA-W1) to the existing shareholders on May 28, 2018, with the
	term of the warrants 1 year 6 months exercised on December 28, 2018, June 28, 2019
	and the last exercise on November 27, 2019, exercise ratio 1:1 at a price of 1.75 Baht)
	• The result of the last exercise were that there were 700 units of exercised warrants,
	700 shares from the exercise, which the company has registered to change the paid-
	up capital on December 4, 2019 from the original 1,275,027,183 Baht to 1,275,027,883
	Baht and the Stock Exchange of Thailand ordered to accept additional shares, listed
	securities since December 16, 2019
Year 2020	
January	• The Company issued 379,200 unsecured and unsubordinated debentures No. 1/2020,
	2-year maturity, fixed interest rate of 6.75% due on January 15, 2022
	• The Company launched the Chewa Home Bangkok-Pathum project, a 2-storey
	townhome with 333 units
July	<ul> <li>Issued 2 tranches of debentures</li> </ul>
	O No. 2/2020 Series 1 unsecured and unsubordinated debentures in the amount
	of 250,000 shares, maturity of 1 tear, fixed interest rate of 7.50% per year, due
	on July 16, 2021
	O No. 2/2020, tranche 2, secured and unsubordinated debentures in the amount
	of 667,500 shares, maturity of 2 years, fixed interest rate 7% due on July 16,
	2022
	• The Company launched the Chewa Home Rangsit-Pathum project, 2-storey townhome,
	twin house and commercial building, totaling 385 units
August	• The company has obtained a quality certificate according to ISO 9001: 2015 for the
	sale of condominiums, houses and real estate services, factory leasing and production
	facilities
	• The Company entered into an undertaking agreement with AIM Industrial Growth
	Leasehold Real Estate Investment Trust ("AIMIRT") to sell land and factory buildings at
	a price of 460 million Baht
September	The Company received a quality certificate according to ISO 4001:2015 for the sale of
	condominiums
Year 2021	



Month/ Year	Major Changes and Developments	
February	The Company started construction of the Chewathai Hallmark Ladprao-Chokchai 4	
	project, a condominium project for residential purposes, which is a low-rise building, 8	
	floors high	
	• The Company issued and offered debentures No. 1/2021 in the amount of 316,200	
	shares, interest rate 7.25%, maturity 2 years, maturity on February 19, 2023	
July	Issued 2 tranches of long-term debentures	
	O Tranche no.2: Type II/HWN unsecured and unsubordinated debentures,	
	350,000 shares, 2-year maturity, valued at 350,000,000 Baht, fixed interest rate	
	of 7.50% per year due on July 9, 2023	
	O Tranche no.3: Long-term debentures, type PP10, unsecured and	
	unsubordinated, 200,000 shares, maturity of 2 years and 6 months, worth	
	200,000,000 Baht, fixed interest rate of 7.5% due on January 30, 2024	
December	Issued a series of long-term debentures	
	Tranche no.4: Long Term Debentures Type II/HWN unsecured and unsubordinated	
	with debenture holder representative and the debenture issuer has the right to redeem	
	the debentures before the redemption date in the amount of 400,000 shares, 2 years,	
	worth 400,000,000 Baht, fixed interest rate of 7.25% per year, interest payment every 3	
	months, due on December 24, 2023	
	The Company launched the second-hand housing market under the name of "CHEWA	
	RENUE" because it foresees an opportunity in the second-hand housing market that	
	has become more popular in order to build upon the existing business. The important	
	selling point of the second-hand housing market is "location" and "size" that meet the	
	new normal lifestyle	

#### 1.2 Characteristics of products and services

Chewathai Public Company Limited and its subsidiaries operate in 2 main business groups, namely residential real estate development business.

#### Residential real estate development business

The company focuses on real estate development for sale by giving importance to the selection of the location of the projects, which are in Bangkok and its vicinity or community areas with high potential and convenient transportation. It focuses on locations that are along the main roads and are convenient to travel to the expressways or along the current and future mass transit stations. The Company also focuses on locations that have a good community environment, which have complete facilities around the area to create a new alternative for those who want to live in a good environment that is safe and easy to travel to various places.

Currently, there are subsidiaries and joint venture companies under the management of Chewathai Public Company Limited, which operates the business of residential real estate development, namely Chewathai



Interchange Company Limited ("Chewathai Interchange"), Chewa Heart Company Limited (Chewathai Hup Soon Co., Ltd. ("Chewathai Hup Soon") and for Chewathai Home Office Co., Ltd. operates home office real estate development business. The company also has a joint venture with Kamala Co., Ltd. Senior Living Co., Ltd.

#### 1. Develop condominium projects

The company started its real estate development business from the development of condominium projects for sale, which develop both high-rise buildings and low-rise buildings with different project design concepts, by considering many important factors, especially the characteristics and needs of the target customers of the project. The Company also takes into account the maximum utilization of the living space of the apartment, including the choice of decoration or furniture, sanitary ware and materials with quality above standard. The company has a variety of quality products that cover all price levels to meet the needs of consumers according to the unique characteristics of the product group.

Condominium projects of the Company and its subsidiaries can be divided as follows:

CHEWATHAI RESIDENCE

CHEWATHAI



Chewathai Residence Project

Product type: Luxury condomenium

Chewathai Project

Product type: High rise condomenium

Chewathai Hallmark Project

Product type : Low rise condomenium

Details of condominium projects as of September 30, 2022 can be summarized as follows.

#### CHEWATHAI RATCHAPRAROP



Project name	Chewathai Ratchaprarop
Project developer	Chewathai Public Company Limited
Project location	Ratchaprarop Road, Makkasan
	Subdistrict, Ratchathewi District, Bangkok
Project area	2-0-90 rai
Sellable area	17,093 sq.m.
Project type	26-storey residential building, 1 building
	(High Rise)
Estimated project value	1,350 million Baht
Number of units	325 units
Construction progress	100%
Sales progress	100%
Ownership transferred value	100%
of project value	







Project name	The Surawong
Project developer	Chewathai Hup Soon Co., Ltd.
Project location	Surawong Road, Si Phraya Subdistrict,
	Bang Rak District, Bangkok
Project area	0-2-40 rai
Sellable area	2,774 sq.m.
Project type	8-storey residential building, 1 building
	(Low Rise)
Estimated project value	350 million Baht
Number of units	52 units
Construction progress	100%
Sales progress	100%
Ownership transferred value	100%
of project value	

## **CHEWATHAI**RAMKHAMHAENG



Project name	Chewathai Ramkhamhaeng
Project developer	Chewathai Public Company Limited
Project location	Ramkhamhaeng Road, Hua Mak
	Subdistrict, Bang Kapi District, Bangkok
Project area	3-3-32 rai
Sellable area	17,054 sq.m.
Project type	33-storey residential building, 1 building
	(High Rise)
Estimated project value	1,100 million Baht
Number of units	535 units
Construction progress	100%
Sales progress	100%
Ownership transferred value	100%
of project value	







Project name	Chewathai Interchange
Project developer	Chewathai Interchange Company Limited
Project location	Pracharat Sai 2 Road, Bang Sue Subdistrict,
	Bang Sue District, Bangkok
Project area	1-3-12.5 rai
Sellable area	10,353 sq.m.
Project type	26-storey residential building, 1 building (High
	Rise)
Estimated project value	1,050 million Baht
Number of units	279 units
Construction progress	100%
Sales progress	100%
Ownership transferred value of	100%
project value	





Project name	Chewathai Hallmark Chaengwattana
Project developer	Chewathai Public Company Limited
Project location	Pakkred-Chaengwattana 17 Road, Pak-kred
	Subdistrict Pak Kret District Nonthaburi
	Province
Project area	3-1-75 rai
Sellable area	13,193 sq.m.
Project type	Two 8-storey residential buildings (Low Rise)
Estimated project value	780 million Baht
Number of units	427 units
Construction progress	100%
Sales progress	100%
Ownership transferred value of	100%
project value	







Project name	Chewathai Hallmark Ngamwongwan
Project developer	Chewathai Interchange Company Limited
Project location	Soi Duangmanee, Bang Khen Subdistrict,
	Mueang District, Nonthaburi Province
Project area	7-0-70.5 rai
Sellable area	23,265 sq.m.
Project type	8-storey residential building, 4 buildings (Low
	Rise)
Estimated project value	1,200 million Baht
Number of units	792 units
Construction progress	100%
Sales progress	100%
Ownership transferred value of	100%
project value	







Project name	Chewathai Residence Bang Pho
Project developer	Chewathai Public Company Limited
Project location	Pracharat Sai 2 Road, Bang Sue Subdistrict,
	Bang Sue District, Bangkok
Project area	1-1-94.3 rai
Sellable area	2,364 sq.m.
Project type	อาคารพักอาศัย ขนาด 24 ชั้น จำนวน 1 อาคาร
	(High Rise)
Estimated project value	1,050 million Baht
Number of units	172 units
Construction progress	100%
Sales progress	100%
Ownership transferred value	100%
of project value	



# CHEWATHAI PHETKASEM 27



Project name	Chewathai Petchkasem 27
Project developer	Chewathai Public Company Limited
Project location	Phetkasem Road, Bang Wa Subdistrict,
	Phasi Charoen District, Bangkok
Project area	4-0-36 rai
Sellable area	17,989 sq.m.
Project type	26-storey residential building, 1 building
	(High Rise)
Estimated project value	1,564 million Baht
Number of units	638 units and 14 shops
Construction progress	100%
Sales progress	96%
Ownership transferred value	98.43%
of project value	





Project name	Chewathai Residence Asoke
Project developer	Chewathai Public Company Limited
Project location	Asoke-Din Daeng Road, Makkasan
	Subdistrict, Ratchathewi District, Bangkok
Project area	1-2-66 rai
Sellable area	9,477.65 sq.m.
Project type	30-storey residential building, 1 building
	(High Rise)
Estimated project value	1,835 million Baht
Number of units	315 units
Construction progress	100%
Sales progress	96%
Ownership transferred value	95.56%
of project value	







Project name	Chewathai Hallmark Charan 13
Project developer	Chewathai Public Company Limited
Project location	Charansanitwong 13 Road, Wat Tha Phra
	Subdistrict Bangkok Yai District Bangkok
Project area	1 – 1 – 76 rai
Sellable area	5,201.31 sq.m.
Project type	8-storey residential building, 1 building (Low
	Rise)
Estimated project value	430 million Baht
Number of units	184 units
Construction progress	100%
Sales progress	74%
Ownership transferred	72.83%
value of project value	





Project name	Chewathai Residence Thonglor
Project developer	Chewathai Public Company Limited
Project location	Sukhumvit 55 Road, Khlong Tan Nuea,
	Watthana, Bangkok
Project area	1 – 0 – 89 rai
Sellable area	5,439.48 sq.m.
Project type	8-storey residential building, 1 building (Low
	Rise)
Estimated project value	1,077 million Baht
Number of units	130 units
Construction progress	100%
Sales progress	31%
Ownership transferred	29.23%
value of project value	







Project name	Chewathai Kaset-Nawamin
Project developer	Chewathai Public Company Limited
Project location	Prasert-Manukit Road, Senanikom,
	Chatuchak, Bangkok
Project area	5 – 0 – 44 rai
Sellable area	19,223.07 sq.m.
Project type	25-storey residential building, 1 building
	(High Rise)
Estimated project value	1,700 million Baht
Number of units	649 residential units and 5 shops
Construction progress	100%
Sales progress	45%
Ownership transferred	44.95%
value of project value	





Project name	Chewathai Hallmark Ladprao-Chokchai 4
	Phase 1-2
Project developer	Chewathai Public Company Limited
Project location	Sangkhom Songkhro Road, Saphan Song
	Subdistrict, Wang Thonglang District
	Bangkok
Project area	8 – 3 – 58 rai
Sellable area	27,323 sq.m.
Project type	2 Phases (Low Rise)
	Phase 1: two 8-storey residential buildings
	Phase 2: two 8-storey residential buildings
	and one 4-storey residential building
Estimated project value	Phase 1: 1,100 million Baht
	Phase 2: 994 million Baht
	Total: 3,094 million Baht
Number of units	Phase 1: 434 residential units and 1 shop
	Phase 2: 380 residential units and 1 shop
Construction progress	Phase 1: 100%
	Phase 2: under construction, expected to
	be completed in the 3rd-4th quarter of 2022
Sales progress	Phase 1: 69%
	Phase 2: 41%
Ownership transferred	Phase1: 66.82%
value of project value	



### CHEWATHAI



Project name	Chewathai Pinklao
Project developer	Chewathai Public Company Limited
Project location	Arun Amarin Road Bang Yi Khan Subdistrict,
	Bang Phlat District, Bangkok
Project area	4 – 0 – 72 rai
Sellable area	17,859 sq.m.
Project type	13-storey residential building, 1 building
	(High Rise)
Estimated project value	1,587 million Baht
Number of units	588 residential units and 5 shops
Construction progress	Construction starts in the 4th quarter of 2020
	and is expected to be completed in the third
	quarter of 2022
Sales progress	70%
Ownership transferred value	0%
of project value	





Project name	Otium Phuket
Project developer	Kamala Senior Living Company Limited
Project location	Kamala Subdistrict, Krathu District, Phuket
	Province
Project area	50 – 2 – 75 rai
Sellable area	26,256 sq.m.
Project type	Senior Living Village
Estimated project value	4,408 million Baht
Number of units	Under development
Construction progress	Divide the construction into 2 phases
	Phase 1 is expected to begin the
	construction in the 4th quarter of 2020 and is
	expected to be completed in the first quarter
	of 2023



#### 2. Development of low-rise or residential projects

The company has developed a variety of low-rise projects for sale such as single houses, semi-detached houses, and townhomes on potential locations surrounded by complete public utilities to meet the needs of all customer groups. The company has a policy to sell houses with allocated land. The house must be completed before the sale so that customers can see the real house, ready to live or may be under construction so that customers can be confident that the house will be completed within the specified timeframe. In 2016, the company started to penetrate the low-rise market with the first single detached house and twin house project, Chewarom Rangsit Don Mueang project, in which that sale is currently completed. The company is committed to developing horizontal projects continuously by expanding the development of the project to the category of home office for sale, developed by Chewathai Home Office Co., Ltd., a subsidiary, which is another project added to the horizontal product line to cover all segments to meet the target customers in a complete range.

Low-rise projects of the Company and its subsidiaries can be divided as follows:

**CHEWAWAN** 

#### Chewawan Project

Product type : Luxury single house

Price level : 20 – 40 million Baht



#### **Project Chewarom**

Product type : HIGH-END single house

Price level : 8 - 18 million Baht



#### Chewa Heart Project

Product type : HIGH-END townhome

Price level : 12 - 30 million Baht



#### Chewa Home Project

Product type : Townhome

Price level : 2 – 5 million Baht



#### Chewa Biz Home Project

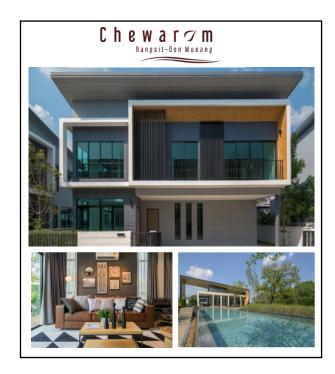
Product type : Home office

Price level : 5 – 7 million Baht



Low-rise projects can be summarized as follows:

Details of low-rise projects as of September 30, 2022 can be summarized as follows:



Project name	Chewarom Rangsit-Don
	Mueang
Project developer	Chewathai Public Company
	Limited
Project location	Rangsit-Nakhon Nayok Road
	Prachathipat Subdistrict,
	Thanyaburi District, Pathum
	Thani Province
Project area	15-1-76 rai
Sellable area	3,648.15 sq.m.
Project type	Single house and twin house
Estimated project value	475 million Baht
Number of units	15 Single houses
	66 twin houses
Construction progress	100%
Sales progress	100%
Ownership transferred value of	100%
project value	





Project name	Chewawan Pinklao-Sathorn
Project developer	Chewathai Public Company
	Limited
Project location	Phutthamonthon Sai 1 Road,
	Bang Ramat Subdistrict, Taling
	Chan District, Bangkok
Project area	26 – 3 – 20 rai
Sellable area	26,000 sq.m.
Project type	Single house
Estimated project value	1,539 million Baht
Number of units	52 Single houses
Construction progress	75%
Sales progress	29%
Ownership transferred value of	26.92%
project value	



Project name	Chewa Home Wongwaen-
	Lamlukka
Project developer	Chewathai Public Company
	Limited
Project location	Sawai Pracharat Road, Khlong 4,
	Lat Sawai Subdistrict, Lam Luk
	Ka District, Pathum Thani
	Province
Project area	32 – 0 – 67 rai
Sellable area	34,717 sq.m.
Project type	Townhome
Estimated project value	965 million Baht
Number of units	271 Townhomes
	3 Commercial buildings
Construction progress	60%
Sales progress	41%
Ownership transferred value of	40.88%
project value	





Project name	Chewa Home Pracha Uthit -
	Suksawat
Project developer	Chewathai Public Company
	Limited
Project location	Pracha Uthit 90 Road, Ban Suan
	Subdistrict, Phra Samut Chedi
	District Samut Prakan Province
Project area	31 – 2 – 87 rai
Sellable area	38,852 sq.m.
Project type	Townhome
Estimated project value	890 million Baht
Number of units	359 Townhomes
Construction progress	60%
Sales progress	36%
Ownership transferred value of	36.21%
project value	



Project name	Chewarom NakhonInn
Project developer	Chewathai Public Company
	Limited
Project location	Nakorn In Road, Bang Khanun
	Subdistrict, Bang Kruai District,
	Nonthaburi Province
Project area	40 – 3 - 43 rai
Sellable area	37,714 sq.m.
Project type	Single house
Estimated project value	1,593 million Baht
Number of units	139 Single houses
Construction progress	51%
Sales progress	35%
Ownership transferred value of	29.50%
project value	





Project name	Chewa Biz Home Ekachai-
	Bangbon
Project developer	Chewathai Home Office Co., Ltd.
Project location	Ekachai Road, Khlong Bang Bon
	Subdistrict, Bang Bon District,
	Bangkok
Project area	16-1-99 rai
Sellable area	15,927 sq.m.
Project type	Home office
Estimated project value	765 million Baht
Number of units	120 Home offices
Construction progress	70%
Sales progress	33%
Ownership transferred value of	26.67%
project value	



Project name	Chewa Home Bangkok-Pathum
Project developer	Chewathai Public Company
	Limited
Project location	Bang Dua Subdistrict, Mueang
	Pathum Thani District Pathum
	Thani Province
Project area	32-1-19 rai
Sellable area	30,123 sq.m.
Project type	Townhome
Estimated project value	903 million Baht
Number of units	333 Townhomes
Construction progress	37%
Sales progress	24%
Ownership transferred value of	24%
project value	









Project name	Chewa Home Rangsit-Pathum
Project developer	Chewathai Public Company
	Limited
Project location	Ban Klang Subdistrict, Mueang
	Pathum Thani District Pathum
	Thani Province
Project area	40-3-59 rai
Sellable area	36,775 sq.m.
Project type	Townhomes, twin houses and
	commercial buildings
Estimated project value	1,093 million Baht
Number of units	329 Townhomes
	40 Twin houses
	16 Commercial buildings
Construction progress	37%
Sales progress	12%
Ownership transferred value of	11.43%
project value	





Project name	Heart Sukhumvit 36
Project developer	Chewa Heart Company Limited
Project location	Sukhumvit Road, Soi Sukhumvit
	36, Khlong Tan, Khlong Toei,
	Bangkok
Project area	0 – 3 – 70 rai
Sellable area	2,777 sq.m.
Project type	Townhome
Estimated project value	270 million Baht
Number of units	9 Townhomes
Construction progress	88%
Sales progress	0%
Ownership transferred value of	0%
project value	



#### 1.3 CHEWA RENUE

CHEWA Renue is another business that will increase revenue for the Company, because the Company has seen an opportunity in the increasingly popular of the second-hand housing market, in contrast to first-hand real estate. With the key selling points of the second-hand housing market are "location", "price" and "value" that meet the needs of consumers affected by the economic slowdown. This leaves consumers with lower purchasing power, more cautious, thoughtful spending, as well as tighter bank lending criteria, making consumers look for more affordable homes. Second-hand housing or second-hand houses are another option that meets the needs of consumers in this era, with the price of the desired location. Because it is 10-30% cheaper than new housing, which meets the needs of consumers with low purchasing power. Also, the price is in the market gap. First-hand housing may not be able to price with material specification, usable area, land area, including advantageous location compared to land costs and construction costs that increase every year.

The business model will be the auction of assets from banks, asset management companies, or the Legal Execution Department Residential type, then renovated and sold with consulting services, loan submission until the process of transferring ownership by focusing on the concept "to deliver a better second-hand housing experience". In addition to having expertise in the quality of construction and taking care of customers from the Chewacare team already. Also increase marketing plans and adjust strategies to access the second-hand housing market more, expecting to gain attention from the target group and create trends in the second-hand housing market as well.

The Company has begun to study market and financial feasibility information, as well as legal issues since the end of 2021, including collecting information on properties that will start bidding in 2022. The second-hand housing market is an important market and should not be overlooked. From monitoring the overall situation of the second-hand housing market throughout the country in the past found that the average number of units announced for sale per month is over 100,000 units, the average advertised value per month is over 800,000 million Baht, which has been growing periodically. Together with a positive outlook on the economy that should begin to recover more after the country has had to go through the COVID-19 crisis for more than 2 years. The recovery includes people who want to have a house with more space than the original residence of the group that still has purchasing power, CHEWA Renue is another option for customers who are looking for a worthwhile residence.

#### 1.4 Marketing and Competition

#### Target customers

The Company is aware of the needs of target customers, which not only targets one group of customers because each project has a different identity depending on location, and function. This leads to pricing in line with the target group of that project. However, the Company has studied the needs of consumers that change with the times and closely monitored the popularity to meet the needs of the customer groups in the most perfect way, which is under the comfort and quality that is worthwhile.

#### Marketing strategy

#### Location strategy

The Company prioritizes on land or location selection to develop each project by conducting a survey of projects in that area to study market conditions and consumer needs in detail by focusing on potential locations



near communities, with convenient transportation routes, near expressways and along the rail mass transit stations in Bangkok and its vicinity both now and in the future. In addition, the Company has comprehensive consideration to the community environment and the highest security system to provide customers or residents who have decided to buy or invest in the Company's projects to have a better environment and quality of life.

#### Product strategy

The Company has different project design concepts, considering many factors to be consistent with every process. Starting from location, reference information from sales and marketing, especially project characteristics, number of units to determine in accordance with the needs of the target customers of that project. However, the Company also brings technology that has a variety of functions to help facilitate and tighten security, including the selection of decorations or furniture that are of superior quality. In addition, the Company has designed the project layout taking into account the maximum utilization of the use of common areas allowing residents to actually use and relax to create a good atmosphere around the project.

#### Delivery of work on time

The Company is determined to complete the project development on time to deliver the goods with quality that is above customer satisfaction. However, the Company wishes to build trust and credibility for the Company's brand foreseeing that the progress of every project under construction is important. Therefore, information and progress reports of the project are periodically disclosed via www.chewathai.com. So customers can follow up and use it as information to help make purchasing decisions or predict the delivery of the product on time as specified.

Providing services and building good relationships with customers

The Company manages products and customer service with standards and ethics under the following operations:

- Determined to develop products to meet the needs of customers and deliver quality products under fair conditions.
- Providing information about products and services that is correct and complete allowing customers have enough information to make a decision, such as project details, credit information, room quality inspection service information, etc. Must not say or communicate through other channels, exaggerating the truth, which causes customers to misunderstand the conditions of products and services that is under service mind to reduce complaints from customers as much as possible.
- The Company has channels for customers to report suggestions, problems, and complaints about inappropriate products or services. So that the Company can improve or solve problems for customers quickly and also take suggestions to develop products and services in the future.
- The Company has set up Chewacare department to provide after-sales service to customers, with channels to notify repairs, consult repair work, and follow up repair work for Chewathai residents, to facilitate convenience and speed in follow-up work.
- The Company established the Chewathai Society Visa All Smart Pay project to offer special privileges for Chewathai customers only, such as special discounts from restaurants, beauty institutes, leading shops,



reservations/ car rental, the right to participate in the launch of new projects before anyone else and various activities from the Chewathai Society, etc.

The management of the above products and services to create good relationships with customers to impress both before and after the sale. In addition, it is part of maintaining the existing customer base and creating new customer groups from the word of mouth of customers who have had a good experience with the Company's services.

#### 1.5 Undelivered work

As of September 30, 2022, the Company has contracted condominium units. But the ownership has not yet been transferred from all 12 projects totaling 439 units, which is equal to 1,408 million Baht. The details of the condominium units that have not been transferred as of September 30, 2022 are as follows:

No.	Project	Project	Expected	Total	Sales awa	iting owner	ship transfer	Estimated time to
		Developer	completion date	project value (million Baht)	Quantity (units)	Value (million Baht)	Proportion to project value (%)	transfer ownership
Low-ris	se projects							
1	Chewa Home Wongwaen-Lamlukka	The Company	Completed	965	5	14	1.45	4 <sup>th</sup> quarter of 2022
2	Chewa Home Suksawat- Pracha Uthit	The Company	Completed	890	7	21	2.36	4 <sup>th</sup> quarter of 2022
3	Chewawan Pinklao- Sathorn	The Company	Completed	1,539	2	70	4.55	4 <sup>th</sup> quarter of 2022
4	Chewarom Nakhon In	The Company	Completed	1,593	2	28	1.76	4 <sup>th</sup> quarter of 2022
5	Chewa Home Bangkok- Pathum	The Company	Completed	903	4	13	1.44	4 <sup>th</sup> quarter of 2022
6	Chewa Beach Home Ekachai-Bangbon	The Company	Completed	875	16	99	11.31	4 <sup>th</sup> quarter of 2022
7	Chewa Home Rangsit- Pathum	The Company	Completed	1,093	2	6	0.55	4 <sup>th</sup> quarter of 2022
Condo	minium projects				•		<u> </u>	•
8	Chewathai Residence Asoke	The Company	Completed	1,835	1	6	0.33	4 <sup>th</sup> quarter of 2022
9	Hallmark Charan 13	The Company	Completed	523	3	18	3.44	4 <sup>th</sup> quarter of 2022
10	Chewathai Kaset - Nawamin	The Company	Completed	1,700	12	39	2.29	4 <sup>th</sup> quarter of 2022
11	Chewathai Hallmark Chokchai 4 Phase 1	The Company	Completed	1,100	7	18	1.64	4 <sup>th</sup> quarter of 2022
	Chewathai Hallmark Chokchai 4 Phase 2	The Company	Completed	994	176	455	45.77	4 <sup>th</sup> quarter of 2022



12	Chewathai Pinklao	The Company	Completed	1,587	202	621	39.13	4 <sup>th</sup> quarter of 2022
				15,597	439	1,408	9.03	

Details of projects and condominiums that have entered into sales and purchase agreements (Backlog) for the period 30 September 2022 are as follows:



No.	Company	Project	Location	Project nature	Month/ year of constru	Project value (million	Units	Units Average selling price / sq. m.	Number of rooms sold			Number of ownership transferred rooms		Number of rooms waiting to be transferred					Project progress	Target Complete
				mataro	ction start	Baht)			units	million Baht	%	units	million Baht	unit s	milli on Baht	units	milli on Baht	%	progress	Complete
		Chewarom		Single house	40001		15	8.77 / Unit												
1	Chewathai	Rangsit - Don Mueang	Rangsit Klong1	Semi- detached house	4Q201 6	488	66	5.26 / Unit	81	488	100%	81	488	0	0	0	0	0%	100%	Complete
2	Chewathai	Chewathai Bangpho	Pracharat Sai 2	High rise	Sep-15	1,040	172	131,411	172	1,040	100%	172	1,040	0	0	0	0	0%	100%	Complete
3	Chewathai	Chewathai Ratchaprarop	Ratchaprarop	High rise	Aug-16	1,350	325	85,000	325	1,350	100%	325	1,350	0	0	0	0	0%	100%	Complete
4	Chewathai	Chewathai Ramkhamhaen g	Ramkhamhaeng 79/1	High rise	Oct-16	1,100	535	63,446	535	1,100	100%	535	1,100	0	0	0	0	0%	100%	Complete
5	Chewathai	Hall Mark Chaengwattana	Chaengwattana Soi 17	Low rise	Oct-14	780	427	74,474	427	780	100%	427	780	0	0	0	0	0%	100%	Complete
6	Chewathai	Chewathai Residence Asoke	Asoke – Din Daeng	High rise	Aug-16	1,835	315	193,312	312	1,812	99%	311	1,806	1	6	3	23	1%	100%	Complete
7	Chewathai	Chewathai Phetkasem 27	Petchkasem 27	High rise	Sep-16	1,629	638	77,000	638	1,629	100%	638	1,629	0	0	0	0	0%	100%	Complete
8	Chewathai	Chewathai Thonglor 20	Thonglor 20	Low rise	Dec-18	1,077	130	168,000	40	295	31%	40	295	0	0	90	782	69 %	100%	Complete
9	Chewathai	HallMark Charan 13	Charan 13	Mid rise	Dec-18	523	184	82,000	178	500	97%	175	492	3	8	6	24	3%	100%	Complete



No.	Company	Project	Project Location	Project nature	Month/ year of constru	Project value (million	Units	Average selling price /	Numb	er of room	ns sold	Numl owne trans	ership	roc waitin	ber of oms g to be ferred		umber o		Project progress	Target Complete
				nature	ction start		sq. m.	units	million Baht	%	units	million Baht	unit s	milli on Baht	units	milli on Baht	%	progress	Complete	
10	Chewathai	Chewathai Kasetnawamin	Kaset Nawamin	High rise	Jun-19	1,700	654	91,400	389	1,106	59%	377	1,067	12	39	265	594	41 %	100%	Complete
11	Chewathai	Hall Mark Chokchai 4 Ph.1	Chokchai 4 Phase	Low rise	Mar-19	1,100	434	77,000	373	894	86%	366	875	7	18	61	206	14 %	100%	Complete
	Chewathai	Hall Mark Chokchai 4 Ph.2	Chokchai 4 Phase	Low rise	Aug-20	994	380	82,000	176	455	46%	-	-	176	455	204	539	54 %	97%	Nov-22
12	Chewathai	Chewathai Pinklao	Pinklao	Mid rise	Sep-19	1,587	593	91,000	365	1,095	62%	163	474	202	621	228	492	38 %	100%	Aug-22
13	Chewathai	Chewatown PU90	Pracha Uthit 90	Townhous e	Apr-19	890	359	2.1 - 3.5 / unit	157	430	44%	150	409	7	21	202	460	56 %	66%	Jan-24
14	Chewathai	Chewatown Klong 4	Rangsit Klong 4	Townhous e	Dec-18	965	274	2.3 - 2.6 / unit	141	417	51%	136	403	5	14	133	548	49 %	79%	Dec-23
15	Chewathai	Chewathai Phutthamontho n Sai 1	Phutthamonthon Sai 1	Single house	Jun-19	1,539	52	23 - 30 / unit	18	526	35%	16	456	2	70	34	1,01 3	65 %	76%	Nov-23
16	Chewathai	Chewarom Nakorn IN	Nakhon In	Single house	Nov-19	1,593	139	10-16 / unit	60	735	43%	58	707	2	28	79	858	57 %	65%	Apr-23
17	Chewathai	Chewahome Krungthep - Pathum thani	Bangkok – Phathumthani	Townhous e	Feb-20	903	333	2.3-3.1 / unit	114	304	34%	110	291	4	13	219	599	66 %	84%	Sep-24



No.	Company	Project Lo	Location	Project	Month/ year of constru ction start	Project value		Average selling price / sq. m.	Number of rooms sold		Number of ownership transferred rooms		Number of rooms waiting to be transferred		Number of remaining roor			Project progress	Target Complete	
				nature		Baht)			units	million Baht	%	units	million Baht	unit s	milli on Baht	units	milli on Baht	%	progress	Complete
18		Chewahome Rangsit - Pathum thani	Rangsit - Pathumthani	Townhous e	Jul-20	1,093	385	2.2-5 / unit	67	183	17%	65	178	2	6	318	910	83 %	88%	Jan-25
	Total - Chewathai PCL					22,186	6,410		4,568	15,13 8	71%	4,145	13,83 9	423	1,29 9	1,84 2	7,04 8	29 %		
20	Chewathai Hup Soon	The Surawong	Surawong Road	Low rise	Aug-16	363	52	110,000	50	322	96%	50	322	0	0	2	41	4%	100%	Complete
21	Chewathai	Hall Mark Ngamwongwan	Soi Ngamwongwan 2	Low rise	Oct-14	1,200	792	59,696	792	1,200	100%	792	1,200	0	0	0	0	0%	100%	Complete
22	Interchange	Chewathai Interchange	Pracharat Sai 2	High rise	Oct-13	1,050	279	110,953	278	1,046	100%	278	1,046	0	0	1	4	0%	100%	Complete
23	Chewathai	Heart Skv 62/1	Sukhumvit 62/1	Townhous e	Jun-17	178	9	19 / unit	3	62	33%	3	62	0	0	6	116	67 %	100%	Complete
24	Heart	Heart Skv 36	Sukhumvit 36	Townhous e	May-18	355	9	34 / unit	0	0	0%	-	0	0	0	9	355	100 %	100%	Complete
23	Chewa Home	Chewa Biz home Ekachai- Bangbon	Ekachai - Bangbon	Home office	May-19	875	168	4.55 / unit	50	292	30%	34	193	16	99	118	583	70 %	80%	
	Grand Total - CHEWA and subsidiaries						7,719		5,741	18,06 0	74%	5,302	16,66 2	439	1,39 8	1,97 8	8,14 7	26 %		



#### 2. Policy and overview of business operations

Chewathai Public Company Limited ("the Company" or "CHEWA") is a joint venture between Chartchewa Company Limited and TEE Development Pte Ltd., a subsidiary of TEE Land Ltd, a domestic real estate development company in Singapore and is listed on the Singapore Stock Exchange (SGX Main Board). Chewathai Public Company Limited was established on March 13, 2008 with an initial registered capital of 10 million Baht. Until now, the Company has a registered capital of 2,308 million Baht, with a paid-up capital of 1,275.03 million Baht. The Company aims to operate a real estate development business under the concept of being a quality residential developer and meeting the needs of customers at all levels.

In 2008, the Company began to operate a real estate development business by developing a condominium project under the name Chewathai Ratchaprarop Project is the first project, which is a residential building project with one building, 26 floors, total 325 units, project value approximately 1,350 million Baht, located on Ratchaprarop Road, Ratchathewi District, Bangkok. After the successful development of such project, the Company has developed other projects which is a condominium and low-rise projects that are house projects as well. In addition, the Company has developed other projects which is a condominium and low-rise projects that are house projects as well. In addition, the Company has also developed ready built factories for rent (Ready Built Factories ("RBF")) along with the development of condominium projects as well, since the Company foresees that the development of a ready-made factory for rent project has been completed in one project, with 10 units of ready-made factories for rent. The Company's project Located at Amata City Industrial Estate Highway No. 331, Mapyangphon Subdistrict, Pluak Daeng District, Rayong Province, which has a project value of approximately 300 million Baht. On August 3, 2020, the Company entered into an agreement to buy and sell land with 10 factory buildings. And on August 20, 2020, the Company registered the transfer of ownership of such assets to AIMIRT (AIMI Industrial Growth Freehold and Leasehold Real Estate Investment Trust) in the amount of assets 460 million Baht already.

As of September 30, 2022, the Company has two subsidiaries, namely (1) Chewathai Interchange Company Limited operating a residential real estate business, (2) Chewathai Home Office Company Limited, and has three joint venture companies, namely (1) Chewathai Hup Soon Co., Ltd., operating a residential real estate development business; (2) Chewa Heart Co., Ltd. operating a townhome real estate development business; and (3) Kamala Senior Living Co., Ltd. engaging in real estate development business for Independent Senior Living projects.

#### Business overview

The Company's main business is residential real estate development by focusing on the development of residential projects for middle- and high-income customers under the operation of the Company and its subsidiaries. The residential real estate projects that the Company currently developments the most are condominium projects, low-rise condominium projects, which are both semi-detached and townhomes housing estate, which can meet the needs of customers at all levels. However, in the development of the project the Company will focus on real estate development in potential locations or community areas with convenient transportation, focusing on locations along the main road, convenient to travel, near the expressway, community sources or along the rail mass transit stations in Bangkok and its vicinity both now and in the future which includes the Metropolitan Rapid Transit (Subway), and the Suvarnabhumi Airport



Rail Link and the City Air Passenger Terminal ("Airport Rail Link") to meet the needs of residents who live in a city with heavy traffic. In addition, the Company also focuses on locations that have a good community environment that has complete facilities in the area to create a new alternative for those who want to live in a quality environment and easy to travel to various places.

In this regard, the Company and its subsidiaries have criteria for selecting a project development model by considering the trend of market conditions of real estate business, location, consumer demand, target customers, and the appropriateness of the price level. Currently, the Company's projects have already developed a medium to high priced project, which have different average price levels depending on location, environment and facilities, including the price level of entrepreneurs who develop projects at the same level in nearby areas, which the criteria for such consideration are for the purpose of the Company's ability to develop projects suitable for economic conditions and meet the needs of the Company's target customers clearly and more targeted.

In addition, the Company has also focused on differentiating the projects by developing each project by determining the form and characteristics of suitable products. The Company will start making a project development plan that is clearer in every step. In addition, for large projects, the Company has a policy of dividing the area to be developed into phases in order to be able to control the work. construction until the interior, every step more closely and efficiently.

As of September 30, 2022, the Company has eight completed and sold projects, namely (1) Chewathai Ratchaprarop (2) The Surawong (3) Chewathai Ramkhamhaeng (4) Chewathai Interchange (5) Chewathai Hallmark Ngamwongwan (6) Chewathai Hall Chaengwattana (7) Chewathai Residence Bang Pho (8) Chewarom Rangsit-Don Mueang.

There are 15 completed projects and in the process of sale, consisting of 6 condominium projects (1) Chewathai Petchkasem 27 (2) Chewathai Residence Asoke (3) Chewathai Hall Mark Charan 13 (4) Chewathai Kaset-Nawamin (5) Chewathai Residence Thonglor (6) Chewathai Hallmark Ladprao - Chokchai 4 Phase 1 and the project 9 low-rise projects (7) Chewa Home Outer Ring Road - Lam Luk Ka (8) Chewa Home Suksawat - Pracha Uthit (9) Chewa Biz Home Ekachai - Bang Bon (10) Chewarom NakornInn (11) Chewawan Pinklao - Sathorn (12) Chewa Home Bangkok - Pathum (13) Chewa Home Rangsit - Pathum (14) Chewa Heart Sukhumvit 62/1 (15) Chewa Heart Sukhumvit 36.

There are 3 projects under construction, consisting of 2 condominium projects (1) Chewathai Hallmark Ladprao - Chokchai 4 Phase 2 (2) Chewathai Pinklao and 1 low-rise project (3) Kamala Senior Living.

In 2022, the company launched 1 project for sale, consisting of Chewathai Hallmark condominium project, Ladprao - Chokchai 4 Phase 2.

#### 2.1 Vision, objectives, mission, policies or strategies for the operation of the Company

#### Vision

The company strives to be the leading real estate developer in the hearts of consumers by relentlessly creating and delivering products and services to be above customer satisfaction.

#### Mission

1. Take care of customers like life partners



- 2. Maintain and strive to continuously develop the capabilities of human resources in the organization
- 3. Promote sustainable good relationships with partners and business partners
- 4. Recognize and give importance to taking responsibility for the community, society and environment

#### Objectives and long-term goals

The company has set objectives and long-term goals of the company that are reflected in the vision and mission that we have committed and adhered to as a guideline. The company has reviewed the vision, mission and strategies annually, including monitoring to ensure that they are implemented to create concrete common goals of the organization.

#### Policy and business strategy for the operation of the group of Companies

#### 1) Chewathai develops real estate projects for sale

There are a variety of styles, including single houses, twin houses, townhomes, commercial buildings and condominiums that covers all price levels to meet the needs of different groups of customers, while still maintains the quality according to Chewathai's standards by focusing on developing projects along the rail mass transit stations in Bangkok and its vicinity both now and in the future, including expansion to other provinces in major cities by focusing on potential locations near communities where there are convenient transportation routes to support the needs of the company's target customers. The company places importance on finding potential land plots to launch projects. There is a thorough study of market conditions and consumer needs. The number of units and the nature of the project will be determined in accordance with the needs of consumers, based on data from sales and marketing, and survey in that area. The Company places great emphasis on land acquisition for project development. In order to provide effective sales, construction and financial services.

#### 2) Project development on locations with potential for growth

The Company has a plan to develop residential real estate in the form of condominiums, both high-rise buildings and low-rise buildings, and land and townhome projects in many areas with potential growth, where there are demand for the housing market, good community environment, close to places, including being in the area of the Bangkok Mass Rapid Transit Station and its vicinity both now and in the future.

#### Continuously building and developing projects for long-term sustainable growth

The Company aims to continuously launch residential real estate projects, whether it be condominium projects in the category of high-rise buildings or low-rise buildings and land allocation projects, townhomes. In addition, the Company as goal of developing other types of residential real estate projects, in addition to condominiums in Bangkok and its vicinity if a suitable business opportunity is found in the development of the company's products.

#### 3) Project design with different concepts and unique identity

The company gives priority to both internal and external project design, in addition to being beautiful. It also considers the maximum use of the area for consumers in residential real estate development projects. In each condominium project, the Company designs and decorates the project to have a unique style under different brands between Chewathai and Hallmark brands. Each brand will stand out from the concept of project development in terms of the external structure, interior and common areas of different buildings by taking into account the needs of the residents and the maximum use of usable space in the entire project.



In the year 2017, the company received 3 awards at the 12th "Property Guru Thailand Property Awards 2017", namely: Best High-Rise High End Condo Development (Bangkok) Highly COMMENDED: Chewathai Residence Bang Pho Project, Best High-Rise Affordable Condo Development (Bangkok) HIGHLY COMMENDED: Chewathai Petchkasem 27 Project, Best Housing Development (Bangkok) HIGHLY COMMENDED: Chewarom Rangsit Donmueang Project. It is another step of Chewathai's success in developing real estate projects that perfectly meet the needs of modern consumers with designs that take into account convenience and maximum use of the living space of the residents. In 2019, the company received the award "BCI Asia Top 10 Developer Awards 2019" as one of the ten outstanding real estate development companies with quality project designs, beauty and focus on supporting the creation of socially responsible architecture.

#### 4) Opportunities for a variety of real estate businesses

The company has a vision to be one of the leading residential real estate developers in the country with goals of continuous growth, generate income and wealth for the Company's shareholders, stably and sustainably. The company therefore does not have a business policy that is limited to the development of residential real estate in the category of condominiums only. The Company also considers the opportunity to develop other types of residential products, such as housing projects in the form of single-detached houses, twin houses, or townhouses, etc., as well as opening the opportunity to consider the development of other types of real estate projects such as commercial real estate, including real estate projects in other locations outside Bangkok and its vicinity, such as major cities or tourist destinations in various regions of the country that are in demand and have potential to grow and generate income. However, the selection of a project development model in each area depends mainly on factors considered, such as the feasibility of the project, real estate market demand, suitability for the development of that area, and the return of the project for the best benefit of the company and to the shareholders of the Company.

#### 5) Investments in businesses or real estate development projects from other operators

In addition to the continuous growth from the projects that the Company is being the developer itself, the Company also considers investment opportunities in real estate development projects developed by other developers or in the process of developing, from assessing opportunities of potential for the growth from the returns from investment from developing such projects. In addition, investing in real estate development projects developed by other developers also increases the opportunity to develop projects on land where the Company indends to develop and shorten the project development time, as well as creating a continuous and rapid revenue recognition. In 2017, the company jointly invested to develop new projects both as a townhome project and accommodation projects for the elderly in Phuket.

#### Administrative goals

The company has a policy to operate with transparency and good governance. The information is disclosed in accordance with appropriate criteria in order to create fairness and enhance equality amoung all shareholders. The company has set up an audit system by independent internal and external auditors.

#### Company's business ethics

To be consistent with the vision of business operations, the Company has established and disseminated the Code of Conduct for all related persons, directors, executives and employees for their acknowledgment in order to

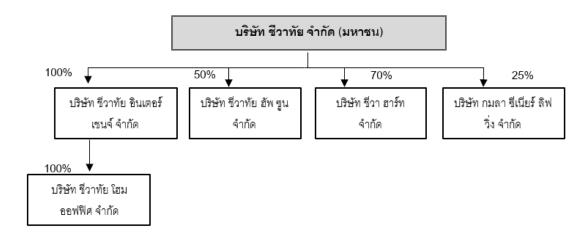


strictly adhere to and comply with, for example, covering policies, measures, actions and practices in each issue as follows:

- Guidelines for treatment of shareholders, customers, employees, creditors, trade partners, competitors, communities, society and the environment
- Non-infringement of intellectual property
- Supervision of data and information systems, arrangement of training for directors and employees against corruption Anti-Bribery of Public Officials Creating awareness of executives and employees to avoid corruption
- Whistleblowing
- Non-involvement in human rights violations
- Prevention of conflicts of interest
- Non-discrimination
- Confidentiality
- Anti-Unfair Competition
- Use of inside information to seek benefits
- Consideration of the environment, health and safety
- Security of information and information systems
- Communicating company information through various media channels

#### The structure and operation of the group of companies

The details of the Company's subsidiaries and associated companies are as follows:



#### Chewathai Interchange Company Limited

Chewathai Interchange Co., Ltd. ("Chewathai Interchange") was established on July 25, 2011 with current registered capital of 100 million Baht. The office is located at 1168/80 Lumpini Tower, 27th floor, Unit D, Rama 4 Road, Thung Maha Mek Subdistrict, Sathorn District, Bangkok. Chewathai Interchange operates a real estate development business in the category of condominium.



In this regard, the Company holds shares in Chewathai Interchange in the amount of 999,998 shares with a par value of 100 Baht per share or 100 percent of the registered capital of Chewathai Interchange.

#### Chewathai Hup Soon Co., Ltd.

Chewathai Hup Soon Company Limited ("Chewathai Hup Soon") was established on November 12, 2008. Currently, it has a registered capital of 14 million Baht. Its office is located at 1168/80 Lumpini Tower. 27th Floor, Unit D, Rama 4 Road, Thung Maha Mek Subdistrict, Sathorn District, Bangkok. Chewathai Hup Soon operates a real estate development business in the category of low-rise condominium.

The Company holds shares in Chewathai Hup Soon in the amount of 70,000 shares at a par value of 100 Baht per share or 50 percent of the registered capital of Chewathai Hup Soon.

#### Chewa Heart Company Limited

Chewa Heart Company Limited ("Chewa Heart") was established on May 26, 2017. Currently, it has a registered capital of 50 million Baht, located at 1168/80 Lumpini Tower, 27th Floor, Rama IV Road, Thung Maha Mek, Sathorn District, Bangkok. Chewa Heart operates a townhome real estate development business. Currently, Chewa Heart Co., Ltd. has 2 projects under development: Heart Sukhumvit 62/1 and Heart Thonglor.

The Company holds 349,800 shares in Chewa Heart with a par value of 100 Baht per share, or 70 percent of Chewa Heart's registered capital.

#### Kamala Senior Living Company Limited

Kamala Senior Living Co., Ltd. ("Kamala Senior Living") was established on July 12, 2017. Currently, it has a registered capital of 100 million Baht, located at 21/14 and 21/16 Thai Wah Tower, South Sathorn Road, Thungmahamek Subdistrict, Sathorn District, Bangkok. Kamala Senior Living Co., Ltd. operates real estate development. It is a premium Independent Senior Living Village project in Phuket.

The Company holds shares in Kamala Senior Living in the amount of 2,500,000 shares with a par value of 10 Baht per share or 25% of the registered capital of Kamala Senior Living.

#### Chewathai Home Office Co., Ltd.

Chewathai Interchange Company Limited, a subsidiary of the Company, acquired business from Thaicorp Capital Company Limited on May 16, 2019 due to operating a home office real estate development business and registered a name change from the original to Chewathai Home Office Company Limited on June 5, 2019. Currently has a registered capital in the amount of 135 million Baht, located at 1168/80 Lumpini Tower, 27th Floor, Unit D, Rama IV Road, Thungmahamek Subdistrict, Sathorn District, Bangkok, Chewathai Home Office Company Limited.

In this regard, Chewathai Interchange Co., Ltd. holds shares in Chewathai Home Office Co., Ltd. in the amount of 1,350,000 shares at a par value of 100 Baht per share or 100 percent of the registered capital of Chewathai Home Office, which is under the management of the company.



#### 3. Securities and Shareholders Information

#### Number of registered capital and paid-up capital

Chewathai Public Company Limited ("the Company") is a listed company on the Stock Exchange of Thailand with total registered capital 2,307,692,307 Baht, fully paid, equivalent to paid-up capital of 1,275,027,883 Baht, all of which are 2,307,692,307 ordinary shares with a par value of 1 Baht per share (one Baht only).

#### Shareholder

The company has compiled the list of shareholders on the record date by closing the register book on April 12, 2022. The company's top 10 shareholders are as follows:

No.	Name - Surname	Number of Shares	Proportion
1	Chartchewa Company Limited	862,419,161	67.64%
2	Mrs. Jaroonlak Panichewa	72,835,338	5.71%
3	Mr. Narongsak Maitriphot	18,600,000	1.46%
4	Mr. Phisan Sirisuksakulchai	13,299,992	1.04%
5	Miss Narisa Pinichkusolchit	10,202,500	0.80%
6	Mr. Natchatpong Peeradechaphan	10,000,007	0.78%
7	Mr. Narongchai Maitripoj	5,056,600	0.40%
8	Mr. Sukkamol Subdeemongkol	4,921,076	0.39%
9	Miss Supattra Wongsiripitak	4,610,062	0.36%
10	Mr. Keerati Panichewa	4,153,846	0.33%
	Total	1,006,098,582	78.91%
	Free float	268,929,301	21.09%
	Grand total	1,275,027,883	100.00%

#### Restrictions on shareholding by foreigners

The company's limit of holding shares by foreigners (Foreign Limit) is 49% of the total number of shares of the company. This is in accordance with Article 11 of the Company's Articles of Association. As of April 12, 2022, which is the closing date of the shareholder register book, there is 1 foreigner holding the Company's shares, representing 0.00% of the total shares of the Company.

#### Cross shareholding

The Company has no cross-shareholding in the Company's group, or having a pyramid-shaped shareholding structure in the group of companies or have cross-shareholding with major shareholders or other shareholders. Therefore, there is no conflict of interest for any party and no takeover process.

#### Miniroty Shareholders (Free Float)

As of April 12, 2022, which is the closing date of the shareholder register book, the Company has a total of 4,996 shareholders, of which 4,700 minority shareholders (Free Float) accounts for 25.82% of the total number of shareholders.



#### Share Repurchase (Treasury Stock)

During the past year, the company does not have a policy on share repurchase.

#### Major shareholding structure change

During the past year, there is no major change in shareholding structure.

#### Issuance of other securities

#### Debenture

Approved by the Annual General Meeting of Shareholders held on April 1, 2019, revolving credit limit not exceeding 4,500 million Baht, term to be determined in each period. Debentures of all types and forms, secured and/or unsecured, offering method, offering to the general public and/or private placement investors and/or domestic institutional investors and/or abroad.

As of September 30, 2022 the Company has unissued debentures according to the above approval totaling 1,616.20 million Baht. The balance of debentures as of September 30, 2022 is as follows:

No.	Interest rate per	Maturity	Return	Maturity date	Quantity	Amount
	year		principal		(share)	(thousand
						Baht)
1/2564	fixed 7.25%	2 years	at maturity	February 19,	316,200	316,200
				2023		
2/2564	fixed 7.50%	2 years	at maturity	July 9, 2023	350,000	350,000
3/2564	fixed 7.50%	2 years 6	at maturity	January 30, 2024	200,000	200,000
		months				
4/2564	fixed 7.25%	2 years	at maturity	December 24,	400,000	400,000
				2023		
1/2565	fixed 6.90%	2 years	at maturity	April 22, 2024	350,000	350,000
		Total			1,616,200	1,616,200

#### 4. Industry situation and competition in 2021 - 2022

In 2022, the real estate business in the condominium market is looking to recover as everyone started to return to normal life, so the condo must return. People want housing in the city that can be easily traveled. In 2021, the condo market was negative -30% compared to the year before. In year 2022, the condo market should expand by 10-15%, but the overall picture is still negative compared to the pre-Covid era. A positive recovery should be seen in 2023. The group of customers who buy condos are low-middle income earner, in which some people have high household debt. These problems need time to resolve and heal the purchasing power. The launching of the new condo is expected to return because some companies have fewer products left for sale, while the construction of condos takes 3 years. For low-rise houses, which are replacement products for condominiums in the Covid era, if condos come back to revive, low-rise products that have grown significantly in the last 2 years will still grow but might grow less because it is onw of the main factor of life, no matter what, there will still be real demand from customers who buy the property to stay.



As for housing prices in 2022, in terms of price reduction competition, it is not as intense as in 2020-2021 because the stock is low and the pressure is also less. No one would be willing to sell at a huge loss. The point is that the new product has a new cost. Both low-rise houses and condos must increase the price because the cost of project development is more expensive. It is estimated that housing prices in 2022 will increase by 3-5%. The risk factor for the real estate sector in 2022 is still Omicron. If there is a severe epidemic, it will not be bright. Similarly, the price of oil and steel prices are rising in a short time, resulting in high inflation while the Thai economy has not yet recovered. When faced with the problem of expensive products, low-middle class people must be very difficult. The government may need to prepare measures to reduce the heat of the price increase so that it does not affect the cost of living. A positive factor is that exports are showing a very positive direction which affects employment in the domestic service sector, including the statistics of the Office of Investment or BOI for the 9-month cycle (Jan-Sep 21), there are many people requesting investment promotion certificates, despite increasing from a low base in 2020, it's still better than not increasing for businesspeople, which is a good sign.

The overall picture of the real estate market in 2022 has a slowdown in line with the overall economic outlook, coupled with inflation warning signs since the beginning of the year. As a result, consumers tighten their belts and are more careful about their spending. The housing price index in the second quarter of 2022 tends to continue to decline. As for the supply index that continues to increase as real estate developers plan to launch new projects to aggressively penetrate the market in 2022 even though the product absorption rate is still low and there is no sign of a real estate bubble, real estate rental market is to be monitored and expected to grow.

#### Real estate market overview and trends for 2022

Real estate market trends in the first half of 2022 is still slowing down. Although the market direction began to improve after receiving positive factors from the economic direction and tourism, which is the engine for the economic. However, the negative factors that the real estate business had to face still exists as higher inflation continued since the beginning of the year and rising of interest, combined with the war between Russia and Ukraine that affects energy and construction material prices to be increased accordingly, which become an important factor pulling consumers to decide to postpone their housing purchase plans despite continuous demand.

However, in the past, the low-rise housing market is still the residential group that still dominates the hearts of home buyers that can be observed from the continuous growth in demand. The residential high-rise is also in demand among tenants. Real estate business sector is hoping for a full country opening to attract more foreign purchasing power which will have the effect of helping push the condominium market to come back to grow again. It is forecasted that the real estate market in Thailand in the second half of the year still has a chance to recover gradually as the government will issue targeted stimulus measures to help increase purchasing power, awakening consumer confidence, stimulating real estate growth to recover faster.

Bangkok housing price index has decreased to 83 points or a decrease of 1% from the previous quarter, lower than the price index in 2018 (before the spread of the COVID-19 virus) by 17%. The 'New Normal' lifestyle resulted in consumers looking for more low-rise housing. This is evident from the single detached house price index that continues to grow. This was a 5% increase from the previous quarter and a 19% increase from the previous year.



As for the townhouse price index, there was an increase of 2% from the previous quarter and 2% from the previous year, while the condominium market, although the price index remained stable from the previous quarter, but compared to the previous year, it dropped by 6% because the purchasing power of consumers in this group has not recovered. In addition, foreigners, another important purchasing power, have been away from the market for a long time. However, this year is still a golden opportunity for long-term buyers and investors who are ready as housing prices continue to slow down at this time and considering various environmental factors, there is a tendency for real estate prices will be raised in the second half of 2022.

The outlook for economic recovery is an important reflection of the growth direction of the real estate market, which still slowdown for another year because the difficulty right now is not due to the impact of COVID-19 alone, but it is reinforced by a higher inflation rate, petroleum prices and construction material costs continued to rise due to the effects of the war between Russia and Ukraine, which directly affected the cost of living of consumers and dragged down their spending confidence according to the data from the Consumer Confidence Index survey in April 2022.

The Center for Economic and Business Forecasting, University of the Thai Chamber of Commerce found that the consumer confidence index has dropped for the fourth consecutive month and is at the lowest level in 8 months since September 2021 as consumers are still worried about the spread of COVID-19, the Omicron species, the problem of higher cost of living and the effects of the Russo-Ukrainian War. This is another factor that affects real estate developers as it can be seen from the report of confidence of residential development business operators in Bangkok-perimeter as a whole in the first quarter of the year 2022 from the Real Estate Information Center Government Housing Bank. The index value dropped from the previous quarter to 47.1, which is back below the average value (50.0) again, reflecting that the growth of the market this year may require support from the government sector, entrepreneurs and consumers.

"This year is still an opportunity for the low-rise housing market, which has continued to grow since the outbreak and is evident from the demand for low-rise housing that tends to increase by 48% from the previous year, which consumers see as meeting the needs of long-term living. For condominiums, although the price index is stable but there is still a chance to grow in the rental market after rental demand has increased by 50% from the previous year," said Mrs. Kamolpat.

However, if the country is fully opened and the government has measures to encourage foreigners to come and work or invest in Thailand more, it will be an important positive factor that helps to promote the condominium market to grow again. An Interesting point is that some locations outside the central business district (CBD) and the outskirts of Bangkok, such as Lat Krabang, Sai Mai, Thawi Watthana, have higher rental prices. Therefore, it is an opportunity for those who want to invest in buying and renting the properties. In addition, considering the environmental factors that beset consumers, it is also a great opportunity to own affordable housing for your family and long-term investment for individuals with financial readiness because prices of most housing continue to slow down and there are also many housing projects the was built at the same cost in the market to choose from before the price trend to increase in the second half of 2022.

From factors that create challenges all around affect the recovery of the real estate market, Thailand is inevitable. It is viewed that the current government measures may not be strong enough to help stimulate the market that has been



stagnant for a long time. The government should consider additional stimulus measures specific to the real estate sector such as the first home tax deduction or expanding measures to reduce ownership transfer fee - mortgage registration fee that covers all price levels of housing. Also, it should have specific and clear economic stimulus measures to help increase purchasing power and build consumer confidence because, despite being fully open the country, ther are believes that the return foreigners would not be as much as before before COVID. Growth in the real estate market also depends on the level of relief of the international situation, which includes the spread of COVID or conflict situations. It is expected that the overall real estate market in Thailand in the next 3-6 months will be in the rehabilitation stage, gradual rather than exponential growth.

From real estate market insights of Thailand in the latest quarter, it was found that low-rise housing is still on the rise. The single-detached house supply index rose 40% in the year. The supply index, or the number of housing rose to 233 points from 229 points, or an increase of 2% from the previous quarter or an increase of 13% compared to the same period of the previous year. The trend of low-rise housing continues to be strong. As a result, the number of detached houses increased the most at 11% from the previous quarter or an increase of 40% from the previous year ever.

The demand for townhouses increased 6% from the previous quarter or 25% from the previous year. For condominiums, although they were stable from the previous quarter, in that year, it increased by 11%, reflecting that entrepreneurs and consumers who have low-rise products in hand bring out more products for sale in order to respond to buyers for real residence, which tend to increase in demand. In particular, detached houses increased 3% from the previous quarter and increased 48% from the previous year, which is a positive sign although the rate of product absorption in the market or the actual purchase rate is still not very high. As for condominium projects, although the supply index is stable, the number is expected to increase in the coming quarters. This can be seen from the confidence of entrepreneurs who have launched more new projects to continually penetrate new target groups. However, although demand is unchanged from the previous quarter, there is an increase of 33% in the year and an increase of 70% from the pre-pandemic period (Q4 2019), reflecting that consumers began to consider the need for more housing.

The rental index remained stable even when people who are interested in renting a condo increased by 50% during the year. Although the most recently rental index in Bangkok was stable at 90 points from the previous quarter and down 6% from the previous year, when considering the growth trend of the rental index in that year, detached houses increased 18% and townhouses increased 7% from the previous year, contrary to the condo rental index, which dropped 6% in the year. It reflects that low-rise housing still meets the needs of tenants. As for the supply index, rental properties dropped 5% from the previous quarter but increased 21% from the previous year, decreasing in all forms of housing. Condos decreased by 5%, detached houses decreased by 3% and townhouses decreased by 2% from the previous quarter.

In addition, there is an interesting growth opportunity in the rental market, as the rental demand index increased 7% from the previous quarter (42% increase from the previous year), with the condo rental demand index increasing 11% from the previous quarter and increased by 50% from the previous year. Unlike detached homes, which decreased 9%



qoq (up 20% yoy) and townhouses decreased 9% qoq (up 15% yoy), reflecting a recovery trend of the condo rental market that still has considerable number of individuals in the target group.

Overview of the real estate market in tourist cities has a tendency to recover from increasing demand for purchases and rentals, but still has to monitor the tourism sector after the country is fully open from 1 May 2022 due to many challenging factors such as China's Zero COVID Policy, causing Chinese tourists to be unable to travel to Thailand and the Russian-Ukrainian war, which affects the Russian tourists and European tourists, in which if the war become more violent, it will impact the demand of people from these countries who are considered the main customers to buy real estate in the tourist cities in Thailand.

Source: Thai Real Estate Information Center

For the direction in the next phase, as competition tends to be more intense and in a stage of slow to recovery in housing purchasing power, entrepreneurs develop projects to meet customers in more diverse ways to diversify the risk of relying mainly on income from the sale of housing, in which those projects can summarized as follows:

Most developments in mixed-use real estate projects are joint ventures between partners (Joint Venture: JV) by using the strengths of partners to enhance the project to increase competitiveness in the condition of the real estate market slowing down by investing in projects with recurring income in the form of rent or service fees.

Residential development to support the health-conscious trend is a popular trend among people of all genders and ages, coupled with the spread of COVID-19, encouraging a trend of awareness of prevention, including promoting good health. Entrepreneurs therefore began to develop residential projects that promote good health (Wellness residence) in various forms. For example, adding health care services to the project. At the same time, entrepreneurs have designed and developed residential projects to provide common areas and interiors suitable for the elderly, including converting condominium projects into nursing homes to support the transition to the aged society completely in 2022.

The use of modern technology systems (Smart home) is the development of housing with Smart home devices installed with the house. Most of them will focus on connecting various devices that can be controlled and monitored from a smartphone to control safety and energy management in the house such as water system, electrical system and entertainment management, etc.

Most of the residential projects in the form of long-term easehold (Leasehold) are located in prime areas such as Ratchadamri, Lang Suan, etc. Foreigners can hold unlimited possession which will have an average selling price of 30-40% cheaper than Freehold in the same area.

#### Factors expected to pressure business growth in 2022

The foctors are the gradual economic recovery that has caused entrepreneurs to face more difficulties in marketing, household debt that tends to increase, resulting in financial institutions to be more strict in lending, and the demand for housing that is limited. Most of them are real living needs. The unsold units are high, especially condominiums. Pressure on investment demand and speculation. As foreign demand faces obstacles from international travel restrictions, operators may need to use price strategies to promote sales and accelerate stock release. Therefore, it may pressure business performance. However, the spread of COVID-19 still pressures business growth, especially high-rise projects. Therefore, it is expected that the sales rate will be low and there may be a significant increase in marketing costs to boost



sales. Large entrepreneurs can still support their business to grow, while medium-small businesses will face intense competition. There is a tendency to increase, for example, the price of land in high potential locations. Entrepreneurs are therefore likely to find partners to joint venture or merge with real estate companies in the country or with foreign capital to expand the capital base to make the business competitive.

#### 5. Risk Factors

Risk factors in the Company's business operations that may significantly affect the Company's operations and performance and guidelines for preventing risks can be summarized as follows.

#### 5.1 Business risks

#### 1) Risk from competitors pricing strategies

Price war strategies of many competitors in the overall real estate price index has been decreasing since the fourth quarter of 2020 because consumers have reduced incomes, some have been affected by work, causing to delay the purchase of housing. The entrepreneurs are also accelerating the release of outstanding units. Therefore, a campaign must be launched with promotions to encourage homebuyers' decisions. As a result, the price of real estate steadily decreased.

Although the overall price of housing will decrease, when separating each type of residence, it was found that Low-rise projects like detached houses has high price index, up 6% compared to the previous year and an increase of up to 13% from the third quarter of 2019 (before the outbreak of COVID-19). Unlike condominiums, the price index of condominium is down 11% from the previous year and down 16% from before the outbreak of COVID-19.

Such information reflects the changing needs and behaviors of consumers because they have to Work from Home more and also have to social distance for safety, causing many people to switch from living in condos to buying low-rise houses instead. The advantage of a low-rise house is that it has a wider usable area which allows customers to do a variety of activities and can live with several family members. It can also keep a distance from neighbors, which is meeting the needs of living in this era perfectly. The price of single detached houses in the past has therefore increased steadily.

From the aforementioned factors, the price competition has caused entrepreneurs to stimulate purchasing power in order to compete for a limited market share. In year 2022, it is considered a year of higher competition than the normal market because most real estate developers have a large amount of stock. In addition, in the market as a whole has increase in the housing stock. Entrepreneurs need to use price competition strategies by reducing the selling price by 3-5%.

The Russian-Ukrainian War, which resulted in the world major 'supply chain crisis' emerges in the first half of 2022. The real estate sector faces high building material prices since both countries are steel exporters (Precursor material), No. 3 and 8 in the world. The war also caused a severe shortage of fuel that spread to transportation, affecting the cost of development of residential projects to become a complex crisis to the recovery of operating results. This also comes with the acceleration of inflation and the policy trend of raising interest rates according to the Federal Reserve (Fed), which, if not able to manage costs well may inevitably affect business operations.



Those involved, such as committee members of the real estate, design and construction trade associations. Chamber of Commerce of Thailand saw that the use of price war strategy came as a catalyst. It is something that should not be done becasue a price war destroys the real estate market systematically and in the long term does not benefit the business as a whole.

The selling price of condos has slightly increased in the second quarter of 2022. The selling price of the condo in the central business area at 239,955 Baht per square meter, equivalent to last quarter, while the offering price of condos in the area around the central business district (City Fringe) was 116,115 Baht per sq.m., an increase of 0.3% compared to the previous quarter or an increase of 6.0% compared to the same period last year. As for the offering price of the condo in the suburbs of Bangkok, it was 63,815 Baht per square meter, an increase of 0.6% compared to the previous quarter, or an increase of 6.8% compared to the same period last year. The average selling price of all areas is only 0.3% because some projects have adjusted the selling price in some rooms, but the average selling price of most of the projects is still the normal selling price as the project developer has set since the beginning. Therefore, the average selling price in this quarter is not adjusted much. It is expected that the selling price in the third quarter is likely to increase by 2-3 percent due to inflation that increases, material prices increase resulting in higher construction costs, causing entrepreneurs to bear all the costs.

Entrepreneurs should adjust according to such conditions to develop products that are in line with actual needs and develop alternatives for customers in a variety of areas, especially projects that have already been sold. It should use the rest of the profits to develop some parts that add value to customers in the future (Information from: DDPROPERTY).

#### 2) Risk the COVID situation

The spread of the COVID-19 virus that has lasted for more than 2 years has reduced the purchasing power of consumers because consumers do not want to have long-term debt for many years. Overview of the real estate market in the first half of the year, although the number of new project launches has decreased by 40-50%, COVID spread wave 3 will not be severe as all companies should gradually launch new projects during the 3rd-4th quarter. However, when the severe epidemic occurred in July 2021, it affects buying sentiment and purchasing power "shrinks" harder than before, while various restriction measures remain, ranging from social distancing, travel restrictions both domestically and internationally, making 2021 likely to be the year when new projects are launched in Bangkok and its vicinity is the lowest in 17 years since 2004. It should be no more than 40,000 units, both condos and housing estates, especially the condominium market, which is affected by the purchasing power of foreigners who cannot enter the country and those who buy for investment that slow down their purchases. It has to be admitted that there are many negative factors that affect the real estate market.

In the second half of the year 2022, the situation of the outbreak of COVID-19 began to unravel, resulting in the launch of new housing projects to enter the market more compared to the previous year based on forecast from data center, Real Estate Government Housing Bank (REIC) found that in Bangkok and its vicinity in 2022, there will be 77,728 new residential projects, or an increase in the proportion of 50.8% compared to the previous year.



This is because entrepreneurs believe that the economy and the real estate market began to recover from the third quarter to the fourth quarter of this year due to the government's policy to open the country with continuous travel activities. The demand for new housing is increasing while still confident that the government will issue stimulus measures. The economy continues to extend the period of reduction in ownership transfer fee, mortgage fee and LTV measures.

It is reflecting that the proportion launch of new housing projects throughout this year is almost the same as before the COVID situation with an average number of units in Bangkok and its vicinity per year of 100,000 units, which is an interesting landmark. Condominiums begin to return to the market. It was found that ther are new projects in the Bangkok metropolitan area during the first 6 months of 2022. The number of new condominium projects launched is more than half of all new housing projects launched with a proportion of 63.3%, while housing projects dropped to 36.7%, which is considered a similar proportion to before the outbreak of COVID in 2018 and the value of new project launches was higher than the average before the outbreak COVID outbreak. Source: Real Estate Information Center Government Housing Bank (REIC).

Therefore, in 2022, the Company may have a risk of revenue recognition and cash inflows being less than estimated, which may affect the Company's ability to pay debts. But the current epidemic of COVID-19 does not affect project sales much since most target customers are middle-class customers with a certain level of financial status. Together with the encouragement to work from home, it results in customers having a need for more living space to be able to work from home. As a result, people return to pay more attention to staying at home and begin to look for larger housing, considering that this period is the right time to buy real estate, resulting in the company's reservations for horizontal projects to be as usual with an opportunity to sell more.

# 3) Risk from the company doing business in an industry where the overall picture has slowed down

During the year 2021 – June 30, 2022, all of the Company's main revenue came from the sale of real estate. It is a proportion of more than 95 percent of income and in the first half of the year 2022, the income proportion is divided into horizontal projects of 40 percent and condo 60 of percent.

Overview of the real estate market In the first half of 2022 is still slowing down. Although the market direction began to improve after receiving positive factors from the economic direction and tourism, which is an important engine of the Thai economy, began to recover, the negative factors that the real estate business still have to face are still around. Inflation has been rising continuously since the beginning of the year. Interest rates tend to increase. Togother with the impact from the war between Russia and Ukraine, which result in higher prices of energy and construction materials. These become important factors causing consumers to decide to postpone their housing purchase plans, although there is still continuous demand.

For new project launches in 2022, it is expected to increase more than in 2021, with approximately 77,728 new launches, an increase of 50.8 percent from 2021, or an increase in the range of 35.8 percent to 65.9 percent with launch value of 401,360 million Baht, which is an increase of 83.3 percent from 2022 or an increase in the range of 65.0 to 101.6 percent.



In this regard, low-rise houses should be more well-received by buyers, while condominiums will gradually recover due to a decrease in stock and a more expensive price of land, causing entrepreneurs to build condominiums to match the purchasing power, which will be in a condominium unit priced no more than 3 million Baht and condo project group that is priced over 10 million Baht, which accounted for more than 50 percent of the condo opening value in the second quarter. Eentrepreneurs may use expensive condo products as a sales driver and generate more income.

In the past, the low-rise housing market is still the residential group that still dominates the hearts of home buyers, which can be observed from the continuous growth in demand. As for high-rise housing, it is still in demand among tenants in the real estate business sector, hoping for a full opening of the country to attract purchasing powero of foreign, which will have the effect of helping drive the market condominiums to come back to grow again. It is expected that the real estate market in Thailand in the second half of the year will still has a chance to gradually recover with recommendation that the government issue measures to stimulate the economy to increase purchasing power of consumer and build confidence to stimulate real estate growth to recover faster.

#### 4) The risk of acquiring land for project development

The Company has a policy to select the location of projects to be developed with high potential where it is next to major transportation routes, located in a prime business district. The nature of the land mentioned above is highly demanded by the real estate market and have a high price level that increase in every continuous year. There are also other factors that affect the price of land and the acquisition of new land for development, including legal restrictions related to land use, location, utilities and nearby facilities. Most of the high-price land are in areas where electric trains are being built, including extensions, business districts, and tourist cities and provinces that have establishment of a special economy which may result in the Company faced the risk that the Company would not be able to find land of such characteristics that can be used to develop projects and affect the cost of developing various projects especially electric train projects.

#### 5) Risk from project development delays

At present, requesting permission and Environmental Impact Assessment (EIA) reports are very rigorous, causing the permission request to take a longer period of time. In addition, if the contractor made a mistake causing damage or the delay, it is not in accordance with the agreed time or conditions due to various reasons, both from various causes of the contractor himself or from uncontrollable natural causes, for example, heavy rain, earthquakes, storms and floods, etc., the Company may have risks arising from the effects of the extension of the period, which causes the company to increase personnel to operate, affecting the cost of project implementation. It also affects the planning, in terms of personnel management and project development plan that will be delayed and causing the Company to unable to recognize revenue as set target.

#### 5.2 Financial risks

# 1) Risk of ability to repay debt

As of September 30, 2022, the company has earnings before interest, taxes, depreciation and amortization (EBITDA) for the years 2021 - 2022 and the 9-month period of 2022 equal to (1.03) million Baht, 218.28 million Baht and 208.76 million Baht, respectively.



## Interest Coverage Ratio

As of September 30, 2022, the company has such a ratio of 1.02 times, an increase compared to as of December 31, 2021, which was 0.93 times. The interest coverage ratio of the company has increased due to the company having more ownership transfers and revenue recognition. But the ratio is still more than 1 times, indicating that the company has sufficient EBITDA to be able to pay interest.

As of December 31, 2021, the Company has such a ratio of 0.93 times, an increase from the end of 2020 which has a negative ratio. This is due to the increase in sales, EBITDA increased mainly from the ownership transfer of Chewathai Hallmark Ladprao-Chokchai 4 Phase 1 project and Chewathai Kaset Nawamin project.

#### Commitment coverage ratio

As of June 2022, equal to 0.10 times, the ratio is the same compared to as of December 31, 2021, equal to 0.10 times. The debt service coverage ratio is close to the same as last year. This is because earnings (loss) before interest, income tax, depreciation and amortization (EBITDA) are similar and revenue recognition from ownership transfer is not much different.

As of December 31, 2021, the Company has such a ratio of 0.01 times, an increase from the end of 2020 with a negative ratio because in 2021 the company recognized revenue from real estate sales and gains from real estate sales increased.

However, a ratio of less than 1 times means that the company cannot settle its obligations solely on its performance. Therefore, there is a risk that the Company may default on debt obligations if financing other loans are not available to repay debt.

As of September 30, 2022, the Company has total interest-bearing liabilities of 3,457.79 million Baht, consisting of interest-bearing debts due within one year of 2,168.82 million Baht, consisting of important reports, including loans from financial institutions in the amount of 1,371.19 million Baht, debentures in the amount of 1,604.16 million Baht, and interest-bearing advances of 300.86 million Baht and interest-bearing debts due over one year in the amount of 1,288.97 million Baht, consisting of important reports, including loans from financial institutions in the amount of 342.35 million Baht and debentures in the amount of 941.62 million Baht.

However, the company has a plan to repay debts and debentures that will be due within one year, namely the debenture repayment plan, income from operating results and the issuance of new debentures. For loans from financial institutions, these loans from investment in building projects has a condition to be repaid only when the ownership is transferred to the customer. In the past, the company had no problem of being unable to repay debentures or loans from financial institutions. In addition to raising funds through debentures, The Company has reserve funds as of September 30, 2022, including bank loans and unused financial institutions in the amount of 1,243.47 million Baht.

2) Risk of future performance not meeting the target due to customers not transferring on the date specified in the contract

As of September 30, 2022, the Company has a total of 439 units of projects that customers have booked and made sales contracts but have not yet transferred ownership, totaling 1,408 million Baht, of which the



main proportion is from the Chewathai Pinklao project in the amount of 621 million Baht, 44.10 percent of the total value and the Chewathai Hallmark Ladprao-Chokchai 4 Phase 2 project in the amount of 455 million Baht, representing 32.32 percent of the total value and other projects that have been completed and are awaiting transfer of ownership in the amount of 332 million Baht, where the rest of the customers are in the process of contacting banks for credit and inspecting room acceptance. To stimulate the transfer of ownership of customers, the Company has issued measures to accelerate the transfer of ownership of customers, for example, the Company prepares condominiums or houses to be ready for "Zero Defect" so that customers can receive the goods from the first time they inspect. There are also various promotional offers in order for customers to receive special privileges if ownership is transferred as specified by the Company. The Company has closely followed up on customers. If it is assessed that the transfer of ownership may be delayed or expected to be canceled, the Company has inquired and negotiated with the customer in order to know the problem and find a solution together for the best results for both parties. The Company has a contract period within 7 days from the date of booking and transfer ownership within 21 days from the date of the contract. If the customer does not comply with the agreement, the company will consider that the customer waives the right to reserve and will proceed to seize the contract money, installment payments and then find new customers.

# 3) Risk that the company may have an obligation to return the money received in advance in the event that the contract is terminated from the sale of the project

The Company has sold projects and receiving advance payments from customers for 2 condominium projects, Chewathai Pinklao Project and the Hallmark Ladprao-Chokchai 4 Phase 2 project, with conditions that customers can choose not to transfer ownership. If all customers choose not to transfer ownership, it may cause the company to have a risk of not being able to reimburse the customers.

# 6. Assets used in business operations

#### 6.1 Main assets of the Company and its subsidiaries

As of September 30, 2022, the main assets used in the business operations of the Company and its subsidiaries consist of land and real estate development costs, investment properties and property, plant and equipment, which are as follows:

List	Net book value As of September 30, 2022 (million Baht)	Proprietary nature	Obligation
Land and real estate	5,511.78	own	Mortgage as collateral for 11
development costs			projects with financial institutions
			and 3 projects as collateral for
			debentures
Investment property	74.47	own	Mortgage as collateral for loans
			from financial institutions



List	Net book value As of September 30, 2022 (million Baht)	Proprietary nature	Obligation
Property, building and			
equipment	17.10	own	none
Intangible assets	9.53	own	none
Total	5,612.88		

# 5.2 Land and real estate development costs

Land and real estate development costs are land and buildings for sale in real estate projects. As of September 30, 2021, land and real estate development costs have a net book value in the consolidated financial statements of 5,511.78 million Baht with the following details:



Project name	Asset type	Assessment date	Appraisal value (million Baht)	Appraisal price adjusted 31 Dec. '21 (million Baht)	Net book value as of Sep 30, 2022 (million Baht)	Proprietorship	Obligation
Chewathai Petchkasem 27 Project <sup>1</sup>	Residential condominium	7-Jan-65	37.1	70.42	-	Company	Mortgage as collateral for loans from financial institutions in the amount of 428 million Baht
Chewathai Residence Asoke Project <sup>1</sup>	Residential condominium	7-Jan-65	70.08	200.67	19.56	Company	Mortgage as collateral for debentures CWTTH227A in the amount of 677.50 million Baht.
Chewawan Project Pinklao-Sathorn <sup>4</sup>	Single house	25-Oct-65	677.65	502.12	549.28	Company	Mortgage as collateral for loans from financial institutions in the amount of 507.00 million Baht
Chewa Home Project Wongwaen-Lamlukka <sup>3</sup>	Townhome	10-Jan-65	304.21	429.61	216.83	Company	Mortgage as collateral for loans from financial institutions in the amount of 315 million Baht
Chewathai Residence Thonglor Project <sup>2</sup>	Residential condominium	23-Nov-64	753.65	680.83	711.81	Company Company	Mortgage as collateral for CWTTH227A shares in the amount of 677.50 million Baht
Chewa Home Project Suksawat-Pracha Uthit <sup>3</sup>	Townhome	11-Jan-65	380.57	479.99	264.36	Company	Mortgage as collateral for loans from financial institutions in the amount of 387 million Baht
Chewathai Project Kaset Nawamin 1	Residential condominium	10-Jan-65	996.14	1,292.24	541.76	Company Company	Mortgage as collateral for loans from financial institutions in the amount of 814 million Baht
Chewathai Hallmark Charan 13 Project <sup>5</sup>	Residential condominium	11-Jan-65	121.52	279.87	14.33	Company	Mortgage as collateral for loans from financial institutions in the amount of 197 million Baht
Chewathai Hallmart Chokchai Project <sup>4</sup> Phase 1 Phase 2	Residential condominium	6-Dec-64	440.14	742.3	144.59 568.80	Company	Mortgage as collateral for loans from financial institutions in the amount of 885 million Baht



Chewathai Pinklao Project	Residential condominium	15-Jan-64	672.46	493.95	898.32	Company	Mortgage as collateral for loans from financial institutions in the amount of 702 million abht
Chewarom Nakorn In Project	Single house	10-Jan-64	680.89	889.08	562.48	Company	Mortgage as collateral for loans from financial institutions in the amount of 702 million Baht
Chewa Biz Home Ekachai - Bang Bon Project	Home office	11-Jan-65	562.88	340	298.00	Company	Mortgage as collateral for loans from financial institutions in the amount of 265 million Baht and debentures CWTTH227A (2/63) with credit in the amount of 677.5 million Baht
Chewa Home Bangkok - Pathum Project	Townhome	25-Sep-63	644.6	333.71	259.06	Company	Mortgage as collateral for loans from financial institutions in the amount of 419 million Baht
Chewa Home Rangsit - Pathum Project	Townhome	25-Dec-63	643.07	406.69	412.61	Company	Mortgage as collateral for loans from financial institutions in the amount of 418 million Baht
Second-hand house Project (Renue)	Residential condominium / Single house / Townhome	-	-	-	49.99		
Total			6,984.96	7,141.48	5,511.78		

 $\underline{\text{Note}}\,$  1. Completed project and ready to transfer ownership

- 2. Asset value appraised by market approach (Market Approach) appraised by Agency for Real Estate Affairs Co., Ltd., a property appraisal company approved by the SEC
- 3. Asset value appraised by Residual Method appraised by Agency for Real Estate Affairs Co., Ltd., a property appraisal company approved by the SEC
- 4. Asset value appraised by Comparison Approach appraised by Agency for Real Estate Affairs Co., Ltd. approved by the SEC



#### 5.3 Investment property

Investment properties of the Company include land and ready built factories for rent. As of September 30, 2022, investment properties have a net book value in the consolidated financial statements of 74.47 million Baht with the following details:

		Net book value	Appraisal		
List	Area	As of September 30,	value	Proprietorship	Obligation
List	(sq.m.)	2022	(million	Proprietorship	Obligation
		(million Baht)	Baht)		
Vacant land, project	21,312.00	38.70	50.08	Company	Mortgage as collateral
2 <sup>1</sup>					with financial institutions
Rooms for rent <sup>2</sup>	768.81	35.77	70.59	Company	Mortgage as collateral
					with financial institutions
Total		74.47			

#### <u>Note</u>

- Asset value appraised by Cost Approach and Market Approach appraised on January 27, 2022 by Agency for Real Estate Affairs Co., Ltd. It is a property appraisal company approved by the SEC and the main appraiser is Mr. Siwadon Pholsri.
- 2. Asset value appraised by Income Approach and Market Approach appraised on January 7, 2022 by Agency for Real Estate Affairs Company Limited, a property appraisal company approved by the SEC Office, and the main appraiser is Mr. Veerasak Kobkirankul.

#### 5.4 Property, building and equipment

Property, plant and equipment consist of buildings and leased building improvements, machinery, furniture and office equipment. As of September 30, 2022, property, plant and equipment have a net book value in the consolidated financial statements of 17.09 million Baht with the following details:

List	Net book value As of September 30, 2022 (million Baht)	Proprietary nature	Obligation
Leasehold buildings and improvements	1.90	Own	None
Machinery, furniture and office equipment	7.59	Own	None
Sales office and sample room	7.60	Own	None
Total	17.09		

# 5.5 Intangible assets

Intangible assets are computer software. As of September 30, 2022, the net book value of intangible assets in the consolidated financial statements is 9.54 million Baht, with the Company owning the ownership of computer software without any obligation.



#### 5.6 Investment in land purchase for new project development

As of September 30, 2022, the Company has no land to be acquired for developing new projects.

The Company has a policy to reduce the risk from related legal requirements. Before the Company bought the land, the Company has divisions and process of feasibility study for project development, both in terms of marketing, construction, design, and related legal requirements, including in terms of finance. When considering that it is appropriate and feasible to develop projects according to the guidelines and strategies, the Company will therefore proceed with the purchase of land. The Company has a policy not to accumulate land for long-term development opportunities. Every plot of land purchased by the company is suitable according to the company's strategy in terms of size, price and location (Strategic Location).

#### 5.7 Investments in subsidiaries and joint ventures

As of September 30, 2022, the company has 2 subsidiaries namely Chewathai Interchange Co., Ltd. and Chewathai Home Office Co., Ltd., 2 joint venture companies namely Chewathai Hup Soon Co., Ltd. and Chewa Ha Co., Ltd. Art Co., Ltd. and 1 associated company namely Kamala Senior Living Co., Ltd.

As of September 30, 2022, the Company recorded investments in such subsidiaries and joint ventures according to the separate financial statements of the Company and its subsidiaries by cost method, the total amount is 135.59 million Baht, details are as follows:	Registered capital (million Baht)	Paid-up capital (million Baht)	Investment proportion (%)	Investment value (million Baht)
Subsidiaries				
Chewathai Interchange Company Limited	100.00	100.00	100.00	68.59
Chewathai Home Office Co., Ltd.	135.00	135.00	100.00	-
Joint venture				
Chewathai Hup Soon Company Limited	14.00	14.00	50.00	7.00
Chewa Heart Company Limited	50.00	50.00	70.00	35.00
Associated company				
Kamala Senior Living Company Limited	100.00	100.00	25.00	25.00



# Part 3 Company Financial Information

# 1. Company financial statements

Statement of financial position (Unit : Million Baht)	Year 2019	Year 2020	Year 2021	9 months period of 2022
	30 Dec '19	30 Dec '20	30 Dec '21	30 Sep '22
Asset				
Current assets			T	
Cash and cash equivalents	35.94	58.99	513.27	74.84
Trade and other receivables	11.95	22.78	33.43	60.85
Short-term loans to related parties	36.00	=	-	-
Land and real estate development costs	5,680.33	6,066.22	5,530.25	5,511.78
Advance payment for construction	18.70	12.55	9.26	14.34
Land purchase deposit	29.67	25.67	25.67	37.67
Asset recognized for the cost of obtaining contracts with customers	0.94	2.92	22.38	24.62
Other current assets	38.50	37.24	119.00	99.09
Total current assets	5,852.02	6,226.38	6,253.25	5,823.18
Non-current assets	_			
Restricted bank deposits	28.34	22.62	6.69	6.69
Long-term loans to related parties	131.58	204.53	308.25	362.00
Investments in subsidiaries	-	-	-	1
Investments in joint ventures	40.37	36.32	30.20	31.70
Investments in Associated Companies	18.95	11.10	7.02	5.91
Investment property	277.70	78.48	76.18	74.47
Property, plant and equipment	20.15	36.66	22.62	17.10
Right-of-use assets	-	10.54	8.14	6.48
Intangible assets	13.01	11.93	10.74	9.54
Deferred tax assets	14.02	37.03	31.19	30.42
Other non-current assets	8.17	7.42	5.98	7.50
Total non-current assets	552.29	456.63	507.01	551.80
Total assets	6,404.31	6,683.01	6,760.27	6,374.98
Liabilities and Equity				
Current liabilities				
Bank overdraft	51.24	-	2.51	222.24
Short-term loans from related parties	-	-	65.00	174.50
Short term debentures	-	247.52	-	-
Trade and other payables	287.68	410.52	426.61	521.85
Construction retention	81.70	121.46	99.12	95.67
Current portion of long-term loans from financial institutions	1,682.00	1,646.07	695.41	806.61
Portion of debentures due within one year	1,693.78	485.41	952.10	662.54
Portion of lease liabilities due within one year	-	3.13	3.21	2.07



Statement of financial position (Unit : Million Baht)	Year 2019 30 Dec '19	Year 2020 30 Dec '20	Year 2021 30 Dec '21	9 months period of 2022 30 Sep '22
Deposits and advances received from customers	61.53	146.40	48.29	23.65
Advance received from interest-bearing customers	_		363.92	300.86
Liabilities from sale of assets with repurchase and resale rights				
maturing within one year	-	-	79.32	195.69
Income tax payable	_	-	0.91	16.36
Provision for short-term liabilities	2.21	18.14	25.23	30.26
Other current liabilities	8.69	5.08	9.81	9.43
Total current liabilities	3,868.84	3,083.73	2,771.46	3,061.73
Non-current liabilities				
Long-term loans from financial institutions - net of current portion	297.05	626.16	650.67	342.35
Debentures - net of portion due within one year	482.61	1,045.82	1,250.44	941.62
Liabilities from sale of assets with repurchase and redemption rights	-	-	111.17	-
Lease liabilities - net of current portion	-	7.77	5.85	5.00
Provision for long-term employee benefits	11.42	14.20	17.44	14.28
Provision for long-term liabilities	1.59	29.03	20.05	7.74
Deferred tax liabilities	2.35	3.68	16.79	12.48
Other non-current liabilities	-	11.74	12.03	10.04
Total non-current liabilities	795.03	1,738.40	2,084.44	1,333.50
Total Liabilities	4,663.86	4,822.13	4,855.90	4,395.23
Equity				
Share capital				
Authorized share capital 2,307,692,307 shares at par value of 1 Baht per share	2,307.69	2,307.69	2,307.69	1,825.03
Issued and paid-up share capital 1,275,027,883 shares, par value 1 Baht per share	1,275.03	1,275.03	1,275.03	1,275.03
Share premium	214.48	214.48	214.48	214.48
Retained earnings	214.40	214.40	214.40	214.40
Allocated - statutory reserve				
- Company	23.94	30.94	35.29	35.29
- Subsidiaries	8.13	8.13	8.13	8.13
Unallocated	218.87	332.31	371.44	446.82
Total Equity	1,740.45	1,860.88	1,904.37	1,979.75
Total Liabilities and Equity	6,404.31	6,683.01	6,760.27	6,374.98



# 2. Income Statement

				9 month	9 month
Income statement	Year 2019	Year 2020	Year 2021	period of	period of
(Unit : Million Baht)				2021	2022
	30 Dec '19	30 Dec '20	30 Dec '21	30 Sep '21	30 Sep '22
Income statement					
Income					
Income from the sale of real estate	1,113.89	1,622.25	2,091.89	1,564.32	1,654.73
Other income	8.31	11.32	32.59	26.49	23.72
Total income	1,122.21	1,633.57	2,124.48	1,590.81	1,678.44
Expenses					
Cost of real estate sales	821.18	(1,285.16)	(1,543.04)	(1,159.30)	(1,199.39)
Selling expenses	192.56	(191.59)	(211.00)	(155.31)	(187.48)
Administrative expenses	160.81	(202.07)	(202.84)	(144.21)	(137.84)
Total expenses	1,174.55	(1,678.82)	(1,956.88)	(1,458.82)	(1,524.71)
Profit (Loss) from operations	(52.34)	(45.24)	167.60	131.99	153.74
Share of loss from investments in joint ventures	0.67	(4.04)	(6.13)	(6.01)	1.50
Share of loss from investments in associated companies	(5.71)	(7.85)	(4.08)	(3.04)	(1.11)
Financial income	6.61	9.75	12.19	10.25	13.31
Financial cost	(22.47)	(67.66)	(78.26)	(62.83)	(32.76)
Profit (loss) before income (expense) income tax	(73.25)	(115.04)	91.33	70.35	134.67
Income (expense) income tax	12.75	21.68	(21.19)	(15.89)	(30.36)
Profit (loss) for the year from continuing operations	(60.50)	(93.36)	70.13	54.46	104.31
Profit for the year for discontinued operations	5.43	213.80	-	-	-
Profit (loss) for the year	(55.06)	120.44	70.13	54.46	104.31



# 3. Cash Flow Statement

Cash flow statement (Unit : Million Baht)	Year 2019	Year 2020	Year 2021	9 month period of 2022
	30 Dec '19	30 Dec '20	30 Dec '21	30 Sep '22
Cash flow from operating activities	<del></del>			
Pre-tax loss from continuing operations	(73.25)	(115.04)	91.33	-
Profit before tax from discontinued operations	5.43	213.80	-	-
Profit (loss) before income tax	(67.81)	98.76	91.33	134.67
Adjustments to reconcile profit (loss) before income tax expense	-	-	-	-
Cash received (paid) from operating activities	-	-	-	-
Decrease in land and real estate development costs	-	-	-	-
Transfer to cost of sales	810.01	1,240.08	1,541.70	1,192.52
Depreciation and Amortization	27.46	30.32	21.19	12.97
Loss from diminution in project value	-	1.88	(1.88)	-
Difference from the discount on rent paid	-	0.07	-	-
Profit from lease termination	-	(0.14)	(0.01)	-
Amortization of direct expenses in issuing debentures	12.31	14.54	15.46	11.43
Amortization of financial fees	0.81	1.49	5.94	7.50
Amortization of direct expenses in selling assets with			0.40	0.40
repurchase and redemption rights	-	-	6.10	9.43
Profits from the sale of assets to real estate investment trusts	-	(208.09)	-	-
Loss on disposal of equipment	0.04	0.00	0.38	-
Expenses to support condominium juristic persons	-	-	0.98	-
Allowance for expected credit losses	-	0.25	0.13	-
Share of loss (gain) from investments in joint ventures	(0.67)	4.04	6.13	(1.50)
Share of loss from investments in associated companies	5.71	7.85	4.08	1.11
Long-term employee benefit expenses	3.79	2.77	3.24	1.96
Home repair estimation for condominium and utilities	1.36	8.71	0.45	0.78
Estimated contributions to the juristic person fund	1.59	2.38	2.15	1.61
Litigation provisions	-	0.18	-	1.09
Reversal of income estimates to guarantee income to the Trust	-	-	(2.32)	(2.54)
Damage from the construction of the project	-	20.95	-	-
Interest income	(6.61)	(9.75)	(12.19)	(13.31)
Interest expenses	7.24	51.62	52.84	9.57
Profit from operating activities before changes in assets	-	-	-	-
Operating liabilities	795.23	1,267.91	1,735.69	1,367.28
Operating assets decrease (increase)	-	=	-	-
Trade and other receivables	11.90	(1.59)	1.07	(14.19)



Land and real estate development costs	(3,133.79)	(1,467.77)	(794.03)	(979.27)
<u>'</u>	, , ,	6.15	3.29	
Advance payment for construction	(16.60) 217.32		3.29	(5.08)
Land purchase deposit		4.00	(70.70)	
Other current assets	3.54	1.73	(76.70)	5.68
Other non-current assets	0.80	0.75	1.44	(1.51)
Operating liabilities increase (decrease)	-	-	-	-
Trade and other payables	143.40	114.93	4.53	99.19
Construction retention	49.38	39.75	(22.34)	(3.45)
Deposits and advances received from customers	39.78	84.87	(98.11)	(24.63)
Provision for short-term liabilities	(2.68)	(0.41)	(2.16)	(7.14)
Other current liabilities	1.97	(3.61)	4.73	(0.38)
Other non-current liabilities	-	11.74	0.29	(1.99)
Cash from (used in) operating activities	(1,889.73)	58.45	757.70	434.50
Income tax	(29.45)	(2.46)	(25.84)	(19.49)
Net cash from (used in) operating activities	(1,919.18)	55.98	731.87	415.02
Cash flows from investing activities				
Decreased (increased) restricted bank deposits	(8.02)	5.72	15.93	-
Loans to related parties increased	(78.58)	(36.95)	(103.72)	(53.75)
Proceeds from the sale of assets to investment trusts	-	-	-	-
In real estate	-	430.67	-	-
Cash paid for purchases of buildings and equipment	(16.45)	(3.62)	(0.17)	(2.29)
Cash paid for computer software	(6.92)	(0.49)	(0.40)	-
Cash received from interest	0.57	0.26	0.11	0.07
Net cash from (used in) investing activities	(109.39)	395.60	(88.24)	(55.96)
Cash flows from financing activities		·	·	
Increase (decrease) in bank overdrafts	51.24	(51.24)	2.51	27.07
Short-term loans from related parties increased	-	-	65.00	109.50
Proceeds from short-term loans from financial institutions	-	-	-	400.00
Repayment of short-term loans from financial institutions	-	-	-	(200.00)
Proceeds from withdrawing long-term loans from financial	4 070 40	4 500 50	4.444.04	4.440.00
institutions	1,670.49	1,529.50	1,111.04	1,146.63
Cash payment for long-term loans from financial institutions	(398.81)	(1,234.80)	(2,031.94)	(1,344.66)
Proceeds from issuing short-term debentures	-	250.00	-	-
Proceeds from issuing long-term debentures	486.00	1,056.70	1,266.20	350.00
Repayment of short-term debentures	-	-	(250.00)	-
Cash payment for repayment of long-term debentures	-	(1,698.50)	(587.63)	(955.08)
Proceeds from liabilities from sale of assets with repurchase		·		
and redemption rights			197.70	-
Cash received from advances received from interest-bearing				
customers			377.70	19.97
Repay advance received with interest burden to customers				(96.80)



Cash paid for direct expenses in issuing debentures	(5.57)	(20.39)	(20.25)	(4.73)
Cash pays financial fees	-	(3.00)	(11.20)	(9.36)
Cash paid for direct expenses in the sale of the eligible				
property. Buy back and sell back and advances received from	-	-	(42.18)	-
interest-bearing customers				
Cash received from capital increase	0.00	-	-	-
Dvidend paid	(44.63)	-	(26.65)	(33.02)
Cash payment for lease liabilities	-	(4.67)	(4.62)	(3.01)
Cash from interest paid	(201.16)	(252.13)	(235.02)	(204.01)
Net cash from (used in) financing activities	1,557.57	(428.53)	(189.33)	(797.49)
Net increase (decrease) in cash and cash equivalents	(471.01)	23.05	454.29	(438.44)
Cash and cash equivalents at the beginning of the year	506.94	35.94	58.99	513.27
Cash and cash equivalents at the end of the year	35.94	58.99	513.27	74.84

#### Management Analysis and Explanation

#### **Overall Business Performance**

Trends in the real estate market in Thailand in the third quarter of 2022: the overall economy remains challenging in many areas. Although the world is able to adapt to the outbreak of COVID-19, the internal and external economic conditions that have not yet recovered Higher cost of construction materials, inflation, depreciation of the Baht Including the interest rate. As a result, people still have to tighten their spending belts. Both the public and private sectors have cooperated in issuing measures to facilitate consumer purchasing decisions, such as reducing ownership transfer fees and mortgage fees for both new and used homes. There are also measures to relax the control of mortgage loans (Loan-to-Value: LTV) temporarily by the Bank of Thailand (BOT) that will end at the end of this year, 2022.

In this quarter, housing prices have not increased, which is an important factor for purchasing decisions before housing prices, interest and land costs rise next year. However, the company understands the perspectives of consumers in various dimensions and applied them in both short-term and long-term strategic plans. to be consistent with the current situation Regardless of various marketing plans: prices and promotions to boost sales by adding online marketing channels in social media on all platforms, in response to the changing lifestyle of the new generation.

In addition, the company continues to focus on cost and expense management policies to be worthwhile, including policies that focus on sustainability (ESG) or environmental principles. (Environmental), Society (Social) and Corporate Governance. The company has implemented the CHEWA Goes Green project to be adapted to the management of the company environmental (Environmental). The company has organized the CHEWA Goes Green project to raise awareness of energy savings, resources, environmental conservation, proper waste sorting, and increase the value of waste by bringing waste to the upcycling process, to create further benefits. It also helps reduce some of the company's expenses. Social (Social) Welfare to take care of employees. Build a good relationship, and give opportunities for employees to communicate with senior executives in expressing their



opinions, suggestions, ideas that are beneficial to the Company according to "Boon Ror Fung Project". It is also a channel for notifying clues that can help reduce the risk of corruption. It includes continuous development of employees' capability to contribute to the development of product quality and growth of the organization for maximum efficiency, for the business to operate steadily and sustainably.

Operating results of the Company and its subsidiaries for the period ended September 30, 2022, the details are as follows.

For the three-month period, Chewathai had a total income of 495.78 million Baht, an increase of 15.21 percent or 65.47 million Baht from 430.31 million Baht in the third quarter of 2021, mainly due to the ownership transfer of 7 high-rise projects amounting to 302.96 million Baht, representing 61.11% of total revenue, and 6 low-rise projects, amounting to 159.28 million Baht, representing 32.13% of total revenue, including second-hand housing projects. amount 13.65 million Baht, representing 2.75 percent and other income 19.89 million Baht, representing 2.75 percent of total income.

Total income for the nine-month period of 2022 amounted to 1,691.75 million Baht, an increase of 5.66 percent or 90.70 from 1,601.05 million Baht in the third quarter of 2021. The company had a net comprehensive income of 108.40 million Baht, representing an increase of 53.94 million Baht and net profit margin of 6.41% from sales and revenue recognition in the third quarter of 2022. Chewathai continues to accelerate sales to achieve the operating results that the company has set at 2,800 million Baht. The total income from real estate sales was 1,654.73 million Baht, representing 59.10 percent of the projected income. It is divided into high-rise projects of 1,072.67 million Baht, representing 38.31 percent, and for low-rise projects, revenue is 562.81 million Baht, representing 20.10 percent, and second hand housing projects in the amount of 19.24 million Baht or 0.69 percent of the estimated revenue.

Chewathai continues to accelerate sales in order to achieve the operating results that the company has set at 2,800 million Baht. The total income from real estate sales was 1,654.73 million Baht, representing 59.10 percent of the projected income. which is divided into high-rise projects of 1,072.67 million Baht, representing 38.31 percent, and for low-rise projects, revenue is 562.81 million Baht, representing 20.10 percent, and second hand housing projects in the amount of 19.24 million Baht or 0.69 percent of the estimated revenue. There is one new project awaiting recognition of revenue from the transfer of ownership and other projects that have been transferred continuously. This will result in the operation according to the targets.

Comparison of operating results for the three-month period and the nine-month period Ended 30 September 2022 and 2021



(Unit: Million Baht)

	สำหรับงวดสามเดือน				สำหรับงวดเก้าเดือน				
งบกำไรขาคทุนเบ็ดเสร็จ	ใตรมาส 3/2565	ใตรมาส 3/2564	เปลี่ยนแปลง	%	2565 สะสม 9 เดือน	2564 สะสม 9 เดือน	เปลี่ยนแปลง	%	
รายได้									
รายได้จากการขายอสังหาริมทรัพย์	475.89	416.64	59.25	14.22	1,654.73	1,564.32	90.41	5.78	
รายให้อื่น	19.89	13.67	6.22	45.50	37.02	36.73	0.29	0.78	
รวมรายได้	495.78	430.31	65.47	15.21	1,691.75	1,601.05	90.70	5.66	
ค่าใช้จ่าย									
ดั้นทุนขายอสังหาริมทรัพย์	356.30	305.17	51.13	16.75	1,199.39	1,159.30	40.09	3.46	
ค่าใช้จ่ายในการขาย	65.19	46.06	19.13	41.53	187.49	155.31	32.18	20.72	
ค่าใช้จ่ายในการบริหาร	50.66	46.56	4.10	8.81	137.83	144.21	(6.38)	(4.42	
รวมค่าใช้จ่าย	472.15	397.79	74.36	18.69	1,524.71	1,458.82	65.89	4.52	
กำไรก่อนส่วนแบ่งกำไร(ขาดทุน)จากเงินลงทุนในการร่วมค้า	23.63	32.52	(8.89)	(27.34)	167.04	142.23	24.81	17.44	
และบริษัทร่วมคำใช้จ่ายทางการเงินและค่าจ่ายภาษีเงินได้									
ส่วนแบ่งกำไร(ขาดทุน)จากเงินลงทุนในการร่วมค้ำ	(1.78)	(1.92)	0.14	7.29	1.50	(6.01)	7.51	124.96	
ส่วนแบ่งกำไร(ขาดทุน)จากเงินลงทุนในบริษัทร่วม	(0.06)	(0.98)	0.92	93.88	(1.11)	(3.04)	1.93	63.49	
กำไรก่อนค่าใช้จ่ายทางการเงินและภาษีเงินได้	21.79	29.62	(7.83)	(26.44)	167.43	133.18	34.25	25.71	
ค่าใช้จ่ายทางการเงิน	(11.06)	(23.00)	(11.94)	(51.91)	(32.76)	(62.83)	(30.07)	(47.86	
กำไรก่อนค่าใช้จ่ายภาษีเงินได้	10.73	6.62	4.11	62.09	134.67	70.35	64.32	91.42	
ค่าใช้จ่ายภาษีเงินได้	(2.75)	(1.92)	0.83	43.23	(30.36)	(15.89)	14.47	91.06	
กำไร(ขาดทุน)สุทธิจากการดำเนินงาน	7.98	4.70	3.28	69.80	104.31	54.46	49.85	91.53	
กำไรขาดทุนเบ็ดเสร็จอื่นสำหรับงวด	-	-	-		4.09	-	4.09	100.00	
กำไร(ขาดทุน)เบ็คเสร็จสุทธิสำหรับงวด	7.98	4.70	3.28	69.80	108.40	54.46	53.94	99.04	
			1				1		
อัตรากำไรขั้นต้นจากการขายอสังหาริมทรัพย์	25.13%	26.75%			27.52%	25.89%			
อัตรากำไรสุทธิ	1.61%	1.09%			6.41%	3.40%			

#### Revenue from real estate sales

For 2021, the company has revenue from real estate sales 2,091.89 million Baht, representing 97.90 percent of total revenues, an increase from the previous year 469.64 million Baht or 28.95 percent. Ther are divided into:

- 1) Revenue from condominium projects 1,370.89 million Baht, representing 65 percent of the total revenues from real estate sales, increased from the previous year in the amount of 537.99 million Baht or 72.03%. In 2021, the company recognizes revenue from 1 new condominium project named Chewathai Hallmark Chokchai 4 Phase 1 project by recognizing the revenue during the first quarter of 2021.
- 2) Revenue from low-rise projects 721 million Baht or 35% of the revenue from real estate sales, decreased from the previous year in the amount of 102.56 million Baht or 12.45% for the year 2021. The company has no new low-rise projects that recognize revenue this year.

(Unit: Million Baht)

	สำหรับงวคสามเคือน				สำหรับงวดเก้าเคือน				
รายได้จากการขาย อสังหา4	30 ก.ย. 65	30 ก.ย. 64	เปลี่ยนแปลง	%	30 ก.ย. 65	30 ก.ย. 64	เปลี่ยนแปลง	%	
คอน โดมิเนียม	302.96	263.37	39.59	15.03	1,072.67	1,084.19	(11.51)	(1.06)	
ทาวน์โฮม/อาคารพาณิชย์	114.48	83.28	31.20	37.46	280.11	295.87	(15.76)	(5.33)	
บ้านเดี๋ยว	44.80	78.73	(33.93)	(43.10)	282.70	210.76	71.95	34.14	
บ้านมือสอง	13.65	-	13.65	100.00	19.24	-	19.24	100.00	
รวม	475.89	425.38	50.51	11.87	1,654.73	1,590.81	63.91	4.02	



In Q3/2022, the company had revenue from real estate sales of 475.89 million Baht, representing 96.89 percent of total revenue, an increase from the same quarter of the previous year by 50.51 million Baht or 11.87 percent, divided into:

- 1) Revenue from condominium projects 302.96 million Baht, representing 63.66 percent of the total revenue from real estate sales, increased from the same quarter last year by 39.59 million Baht or 15.03% due to the recognition of revenue from the transfer of ownership of the Chewathai project, Pinklao, which launched the project at the end of the 2nd quarter, had an impact on the 3rd quarter of 2022 as well.
- 2) Income from low-rise projects, divided into townhome projects/commercial buildings in the amount of 114.48 million Baht, single-detached house projects in the amount of 44.80 million Baht, totaling in the amount of 159.28 million Baht, accounting for 33.47% of the revenue from real estate sales. Townhome/Commercial building increase from the same quarter of the previous year in the amount of 31.20 million Baht or 37.46 percent. Single detached house projects, a decrease of 33.93 million Baht or 43.10 percent. This is because the company did not launch low-rise projects to recognize income from ownership transfer in this quarter. Moreover, many low-rise projects have gradually transferred and closed some of the projects for sale. At present, they are gradually being built in order to be in line with the reservation and transfer of ownership according to the targeted backlog.
- 3) Revenue from second hand house: For Q3/2022, the revenue from the transfer of ownership was 13.65 million Baht, representing 2.87 percent of the total real estate sales revenue in Q 3/2022. The company sees opportunities in new business models, which focus on hitting the second-hand home market. Although the project has just begun not long ago, the company received a good response. There are customers who are interested and can transfer the ownership within the installment.

#### Other Income

The company has other income of 44.78 million Baht, representing 2.09 percent of total income, which other income consists of income from management for related companies, interest income, etc. For the year 2021, the company has other income, ann increase of 23.71 million Baht from the previous year, representing an increase of 112.53 percent.

The company has other income of 19.89 million Baht, representing 3.11% of total income. Other income consists of income from management to related companies, interest income, etc. For the 3rd quarter of 2022, the company has other income. For the nine-month period, it decreased by 0.29 million Baht, representing a decrease of 0.78%, and for the three-month period, it increased by 6.22 million Baht, representing 45.50% compared to the three-month period in the same quarter of the previous year.

#### Revenue from factory rental and service fees

In the third quarter of 2020, the company sold ready built factories for rent (10 factories) with a sales value of 460 million Baht, resulting in a profit from the sale of such assets of 208 million Baht (net of related selling expenses). In order to comply with the requirements of accounting standards, the Company has separated operating results of the



rental business segment into "Profit for the period from discontinued operations" for the year 2020 in the amount of 213.80 million Baht, therefore in the year 2020 the company has a net profit of 120.44 million Baht.

In 2021 and 2022, there is no income from factory rental and service fees.

#### Costs and gross profit

In 2020, the company has the cost of real estate sales in the amount of 1,285.15 million Baht, representing 79.22 percent of the revenue from real estate sales. which increased from the previous year in the amount of 463.98 million Baht or an increase of 56.50 percent, which is in line with the increasing revenues from real estate sales. However, the company has a gross profit margin from the sale of real estate, ecreased from the previous year 26.28% to 20.78%, a decrease of 5.50% due to the real estate market sector with relatively high price competition. The company therefore adjusts the price according to the situation to accelerate the release of inventories, to have the most cash back in the business. Another part comes from the recognition of revenue from the Chewa Biz Home project that the Company has taken over. The gross profit margin is lower compared to other projects initiated by the Company.

In 2021, the company has the cost of real estate sales in the amount of 1,543.04 million Baht, an increase from the previous year in the amount of 257.88 million Baht or 16.71 percent, and the gross profit margin from real estate sales, an increase of 20.78 percent from the previous year to 26.24 percent, which is in line with the increase in revenue recognition. The gross profit margin from real estate sales was 26.24 percent, an increase from the same period of last year at 20.80 percent. It could be seen that the company had better management of costs and selling prices.

The company has the cost of factory rental and service. It is the depreciation cost of investment properties such as ready built factories for rent and condominium units for rent shops. Since in August 2020, the company sold ready-built factories for rent, therefore recorded the depreciation costs separately in the operating results of the rental business segment in the list - "Profit for the period from discontinued operations"

In Q3/2022, for the nine-month period, the company had the cost of real estate sales in the amount of 1,199.39 million Baht, representing 70.90 percent of total revenue, increasing by 40.09 million Baht or 3.46 percent. For the three-month period, amounting to 356.30 million Baht, representing 71.87 of total revenue, which increased by 51.13 million Baht, representing an increase of 1 percent compared to the same quarter of the previous year. Gross profit margin from real estate sales for the three-month and nine-month periods representing 25.13 and 27.52 percent respectively.

## Selling, general and administrative expenses

In 2020, the company had total selling and administrative expenses in selling, general, and administrative totaling 393.65 million Baht, representing 24.09 percent of total revenue, an increase from the previous year in the amount of 40.29 million Baht or an increase of 11.40 percent. The increase came from administrative expenses. Administrative expenses consist of employee salary, rent, depreciation, utility repair costs, common fee of the juristic person, etc. The above expenses are net increasing in line with the increasing project.

In 2021, the company had total selling, general and administrative expenses of 413.84 million Baht, representing 19.47 percent of total revenue, an increase of 20.19 million Baht from the same period last year or an increase of 4.88 percent, in accordance with the amount of revenue recognition. When compared to the ratio of selling, general, and



administrative expenses (SG&A) to total revenue from the same period last year decreased from 24.09 percent to 20.19 percent.

For the third quarter of 2022, the company had the rate of selling, general and administrative expenses per total revenue (SG&A) of 325.32 million Baht, an increase of 25.80 million Baht or 8.61% and for the three-month period, an increase of 23.23 million Baht, or 25.08 percent compared to the same quarter of the previous year.

#### Share of profit from investments in joint ventures and associated companies

Share of profit from investments in joint ventures is from the recognition of profit sharing from investment in Chewathai Hup Soon Co., Ltd. ("CTHS"), in which the Company holds 50% of shares, and Chewa Heart Co., Ltd. ("CWH"), in which the Company holds 70%. The company recognizes a share of loss from investments in joint ventures in 2020 in the amount of 4.04 million Baht because during the year 2020, Chewathai Hup Soon Co., Ltd. has not yet recognized the income from the ownership transfer. No profit sharing occurs. Plus, Chewa Heart Co., Ltd. has a loss in operating results from the recognition of income from the transfer of ownership of only 1 unit and for the nine-month period of 2021, the company recognized a share of loss from investments in joint ventures amounting to 1.92 million. Baht, an increase of 0.50 million Baht from the same period last year due to no income from joint ventures

Share of profit from investments in associated companies It is the recognition of profit sharing from the investment in Kamala Senior Living Co., Ltd. The company has entered into a joint venture agreement holding 25% of the shares. The company recognizes share of loss from investments in associated companies for the year 2020 in the amount of 7.85 million Baht. Since the project was under construction and it was in the pre-sale period, there was an increase in selling expenses, together with the depreciation of the sales office, recognized as an increased expense from the previous year as well and for the year 2021. The company recognizes a share of loss from investments in associated companies in the amount of 4.08 million Baht. Chewa Heart Co., Ltd., the developer of 2 projects, namely Heart Sukhumvit 62/1 project worth 160 million Baht and Heart Sukhumvit 36 project worth 270 million Baht. Also, Kamala Senior Living Co., Ltd. is Otium Phuket project developer, which had project value of 4,408 million Baht, and was under development.

In Q3/2022, the company has profit (loss) share from investments in joint ventures from the recognition of share of profit (loss) from the investment in Chewathai Hup Soon Co., Ltd. ("CTHS"), in which the Company holds 50% of the shares, and Chewa Heart Co., Ltd. ("CWH"), in which the company holds 70% of the shares. As a result, the company recognized share of profit from investment in joint venture net amount of 1.50 million Baht. The share of profit (loss) from investments in associated companies is from share of profit (loss) from investment in Kamala Senior Living Co., Ltd. The company has entered into a joint venture agreement holding 25% of shares. The company recognized share of loss from investments in associated companies in the amount of 1.11 million Baht.

#### Financial Costs

In 2020, the company had financial costs of 67.66 million Baht, an increase of 45.19 million Baht or 201.11% from the previous year. It arises from the interest that the company uses as working capital in its operations and the issuance of debentures. In addition, there is an interest on loans of Chewathai Hallmark Charan 13 and Chewathai



Kaset-Nawamin Project, which had started the transfer of ownership. Hence, it ended the borrowing costs as part of the project cost, and was recognized as an expense immediately.

In 2021, the company has financial costs of 78.25 million Baht, an increase of 10.60 million Baht from the same period last year or 13.54%. The increased is from recognition of interest expenses on maturity debentures and the interest of the completed project, Chewathai Hallmark Ladprao-Chokchai 4 Project and Chewathai Residence Thonglor Project, and the interest burden arising from the money received from customers from contracts to buy and sell condominiums Chewathai Pinklao Project, stating that the company will pay compensation to customers.

In Q3/2022, the company had financial costs of 32.76 million Baht, a decrease of 30.07 million Baht or 47.90% from the same period last year, due to the company repaying loans from financial institutions and repaying long-term debentures.

#### Net Profit

In 2020, the company has a net loss from operations of 93.36 million Baht, an increase of 32.87 million Baht from the previous year or a loss of 54.33% due to the spread of the new Coronavirus 2019 or COVID-19, affecting consumer demand. In addition, a portion of the customers who were engaged in service work had been directly affected by the COVID-19 epidemic, causing loan applications from financial institutions to have tighter measures. Some have been denied credit or not given the full amount of the loan, causing high number of cancellations from customers. In addition, the real estate sector had quite high price competition. The company had therefore adjusted the price according to the situation, resulting in a decrease in the gross profit margin from the sale of real estate. Moreover, there was an increase in company expenses. As a result, the company has a loss of operating results.

The Company recorded profit for the period from discontinued operations (sales of 10 ready-made factories for rent) in the amount of 213.80 million Baht from the results of the sale of this property. As a result, in 2020, the Company and its subsidiaries had a net profit of 120.44 million Baht (excluding gains from the sale of such investment properties). The company will have a loss of 93.36 million Baht). The profit was increased from the same period last year in the amount of 175.50 million Baht, or a 318.69% increase in profit and a net profit margin. increased from -5.36% to 7.33%.

In 2021, the company and its subsidiaries had a net profit of 70.13 million Baht, a decrease of 50.03 million Baht or 71.72% from the same period last year due to the previous year. The company had a profit from discontinued operations in the amount of 213.80 million Baht. The current period, the company has income from the sale of real estate, which is the main income has increased when compared to the same period last year including the management of costs and expenses in an appropriate proportion.

For the third quarter of 2022, the company and its subsidiaries have net profit from operations for the three-month period amounted to 7.98 million Baht, increased from the same quarter last year in the amount of 3.28 million Baht or 69.80%. Net profit for the nine-month period amounted to 108.40 million Baht, an increase of 53.94 million Baht or an increase of 99.04%.

#### Financial Position Analysis

#### **Total Assets**



As of December 31, 2020, the company has total assets of 6,683.01 million Baht, an increase of 278.70 million Baht from the previous year or 4.35%, with significant changes for the year 2020 as follows:

- 1) An increase in land and project development costs of 386 million Baht.
- 2) Sale of investment properties (10 ready-made factories for rent) resulting in a decrease in investment properties by 199 million Baht.

As of December 31, 2021, the company had total assets of 6,760.26 million Baht, an increase of 77.25 million Baht or 1.14% from the previous year, mainly due to an increase in cash flow from the sale of debentures No. 4/2021.

- 1) Land and real estate development costs of 5,530.24 million Baht, representing 81.81% of total assets, decreased from the end of last year in the amount of 535.98 million Baht or 9.69% due to the company's revenue from real estate sales increasing. As a result, the inventories has a net decreased.
- 2) Other current assets in the amount of 119.00 million Baht, representing 1.76 percent of total assets. An increase from the end of the previous year in the amount of 81.76 million Baht or 68.70 percent. This is due to the accumulation in the escrow account of the 2nd set of long-term debentures no. 2/2020 supervised by the debenture holders' representative continued to increase due to the use of cash to replace real estate collateral. That is, the company put cash as collateral instead. To free the mortgage collateral type of real estate, which is in accordance with the Terms of Rights of long-term debentures no. 2/2020 Series 2.

As of September 30, 2022, the company had total assets of 6,347.98 million Baht, a decrease of 385.29 million Baht or 5.70% from the previous year. Such changes are due to the decrease in cash and cash equivalents by 438.44 million Baht due to repayment of maturity debentures and repayment of long-term loans from financial institutions. There was an increase, mainly such as long-term loans to related parties increased by 53.15 million Baht, resulting in a decrease in total assets of 385.29 million Baht.

#### **Total Liabilities**

As of December 31, 2020, the company has total liabilities of 4,822.13 million Baht, an increase of 158.26 million Baht from the previous year or 3.39% due to the increase in long-term loans from financial institutions and the issuance of debentures used as an investment in future project developments.

As of December 31, 2021, the company has total liabilities of 4,855.89 million Baht, an increase of 33.77 million Baht from the previous year or 0.69%, with significant changes in assets as follows:

- 1) Short-term loans from related parties in the amount of 65.00 million Baht, representing 1.33% of total liabilitie, which is a director's loan used as working capital.
- 2) Long-term loans from financial institutions totaling 1,346.07 million Baht, a decrease of 926.15 million Baht or 68.80% from the end of the previous year due to the company's project sales increasing, allowing it to repay more debt from financial institutions.
- 3) Total debentures in the amount of 2,202.52 million Baht, an increase of 671.31 million Baht or 30.47% from the end of the previous year due to the issuance of new debentures in Q1/2021, Q2/2021 and Q4/2021.



4) Advances received from customers in the amount of 523.37 million Baht, an increase of 379.98 million Baht from the end of the previous year due to the increase in receiving money from customers who made a contract to buy and sell condominiums, with conditions stating that the company will pay returns until the day the customer accepts the transfer of ownership during the month of October 2022 and June 2023. This is due to the contract to buy and sell condominiums with the company In which the memorandum attached to the contract to buy and sell the condominium stated that the company will pay the customer a fixed rate of the advance received on a quarterly basis throughout the period from the date the customer pays the advance until the date the customer receives the ownership of the condominium unit.

However, in seeking customers to make a contract to buy and sell the said condominium, the company has entered into an appointment agreement with a company to act as a financial advisor in such agreement providing sales services and finding buyers for the company's condominiums. The management fee is charged at a fixed rate of the unit price sold.

As of September 30, 2022, the company has total liabilities of 4,395.23 million Baht, a decrease of 460.67 million Baht from the previous year or a decrease of 9.49% due to the company returning long-term loans from financial institutions and repaying debentures due within year.

The debt-to-equity ratio (D/E) according to the financial statements as of September 30, 2022 was 2.22 times, and 2.55 times as of December 31, 2021 per the conditions specified by the bank

#### Shareholders' Equity

Shareholders' equity as of December 31, 2019 amounted to 1,740.45 million Baht, a decrease from the previous year in the amount of 101.14 million Baht or a decrease of 5.49 percent because the company paid dividends from the operating results of the year 2018 in the amount of 44.62 million Baht at the rate 0.035 Baht per share. This is because the company has paid dividends from the operating results of the year 2018 in the amount of 44.62 million Baht at the rate of 0.035 Baht per share. There is also an accumulated loss from the operation of the year 2019, causing the company to have retained earnings of 218.87 million Baht, which is decreased from the previous year by 101.14 million Baht or 31.61%.

Shareholders' equity as of December 31, 2020, amounted to 1,860.88 million Baht, an increase from the previous year in the amount of 120.43 million Baht or 6.92% due to the company's net profit for the year 2020.

Shareholders' equity as of December 31, 2021 amounted to 1,904.37 million Baht, an increase of 43.49 million Baht or 2.28% from the end of the previous year due to net profit from operating results.

Shareholders' equity as of September 30, 2022 amounted to 1,979.75 million Baht, an increase from the previous year in the amount of 75.38 million Baht or an increase of 3.96% due to the company's net profit from operations in the 3rd quarter of 2022.

#### Cash Flows

The company's cash flow in 2019 - 2020 and the nine-month period of 2022 are as follows:



Unit: Million Baht	2019	2020	2021	9-month period 2022
Net cash from (used in) operating activities	(1,919.18)	55.98	731.87	415.02
Net cash from (used in) investing activities	(109.39)	395.60	(88.24)	(55.96)
Net cash from (used in) financing activities	1,557.57	(428.53)	(189.33)	(797.49)
Net increase in cash and cash equivalents	(471.01)	23.05	454.29	(438.44)
Cash and cash equivalents as at January 1	506.94	35.94	58.99	513.27
Cash and cash equivalents as at 31 December	35.94	58.99	513.27	74.84

For the cash flow statement ending December 31, 2020 and 2021, there was a balance of 35.94 million Baht and 58.98 million Baht, respectively, in which cash increased from the previous year in the amount of 23.05 million Baht or an increase of 64.13%. For the cash flow statement ending 31 December 2020 – 2021 and the 9-month period of 2022, there was a balance of 35.94 million baht, 58.98 million baht, 513.27 million baht and 74.84 million baht, respectively, in which the cash decreased from the previous year in the amount of 438.44 million baht or decreased 85.42 percent

#### Details are as followed:

- 1) Net cash flows from operating activities amounted to 451.02 million Baht, mostly cash inflows from the sale of real estate that increased.
- 2) Net cash flow from investing activities in the amount of (55.96) million Baht, mainly from loans to related parties.
- 3) Net cash flow from financing activities in the amount of (797.49) million Baht, mainly from repayment of loans from financial institutions and repayment of long-term debentures.

#### Main factors and influences that may impact future performance or financial position

#### 1. Government policy

Government policies have changed laws and regulations related to real estate business operations, such as changes in laws relating to the Town Planning Act. Requirements for land allocation under the Condominium Act and the Building Control Act, including determining the area of land Determination of the width of the corridor and road zone. setting up common areas assessment and preparation of environmental impact reports, etc., including changes in regulations on land use zoning, traffic planning and the mass transit system project, rail system or expressway projects, etc. Such changes may affect the cost and expenses of real estate development projects of the Company.



However, in the future, it is expected that there will be positive factors from the government such as investment in infrastructure and the distribution of transportation systems to encourage development in the outer areas which affects investment in real estate of the private sector.

There is also the Eastern Economic Corridor (EEC) development project to stimulate industrial investment promotion. Such factors may affect the revenue recognition of the Company's ready built factories for rent.

#### 2. Credit policies of financial institutions

The Bank of Thailand (BOT) credit control measure or LTV (Loan to Value) measure came out to prevent speculation and to prevent bubble problems that may occur in the future because it was found fierce competition, in addition of a decrease in credit standards. Therefore, the company want to issue measures to allow borrowers to save before borrowing and a down payment before buying a house Including the lender Realizing the real risks able to support the risk from the uncertainty of the collateral value. Also, to encourage people who want to borrow to buy housing for real living can buy at a reasonable price. Such factors may result in consumers being more cautious in their spending, or may delay the purchase decision, which may have consequences for the real estate business.

However, the government sector has recently relaxed. The BOT has adjusted additional LTV measures to help people borrow homes for real living more easily.

#### 3. Economic conditions and political volatility in the country

Residential real estate development business, which is the Company's core business may be affected by political instability which causes a slowdown in the country's economy Declining economic confidence and a slowdown in consumer spending, resulting in a slowdown in real estate trading. Factors from economic conditions and political turmoil in the country may affect the recognition of revenue from the sale of real estate projects of the Company.

#### 4. Fluctuating project development costs

For a real estate development business, in addition to the cost of land, the next important cost is the price of construction materials, which fluctuates according to the condition of oil prices that rise from time to time. It is an external factor real estate business can't control causing an impact on the cost of business operations and the construction industry, while the real estate business cannot always immediately adjust the selling price. In addition, competition in the real estate market is another limitation in adjusting the selling price. The real estate business highlights the importance of risk management of construction material price volatility, which is the main cost of construction.

However, the Company is aware of such risks. and have measures to control by organizing a construction auction to select contractors by way of bidding, to compare quality.

#### 5. Long-term loans from financial institutions

Due to the business of real estate development for sale, the company has to rely on a large amount of long-term loans from financial institutions amidst various uncertain factors. The banking sector has become more stringent in lending. In addition, financial costs may be at risk of rising. As a result, the company group may delay the future development of new projects. However, the Group of Companies also source funding from long-term funding in the



form of debentures - to be a long-term source of funds and have fixed costs in order to reduce financial risks that may occur.