

No. RMI024/2564

July 4, 2022

Subject : Invitation to Attend the 2022 Annual General Meeting of Trust Unitholders

Attention: Unitholders of IMPACT Growth Real Estate Investment Trust

Attachment: 1. Copy of the Providing Information in Lieu of Holding the 2021 Annual General Meeting of Trust Unitholders

2. Annual Report as of March 31, 2022 (QR Code)

3. Biography of the Trust's Auditors for the Year of 2022/2023

4. Trust Deed regarding Trust Unitholders' Meeting and Voting

5. Profile of Independent Director as Proxy to Attend the 2022 Annual General Meeting

6. Proxy Forms and Procedure for Registration, Attendance and Appointment of Proxy

7. Guidance for Electronic Annual General Meeting of Trust Unitholders (E-AGM)

8. The registration form for attending the E-AGM

9. Privacy Notice

The Board of Directors of RMI Co., Ltd.("**Company**") as the REIT Manager of IMPACT Growth Real Estate Investment Trust ("**the Trust**") has resolved to summon the 2022 Annual General Meeting of Trust Unitholders on Tuesday, July 26, 2022, 10.00 hrs. through electronics means (E-AGM) pursuant to the criteria specified in the law related to the meeting via electronics means, to consider the agenda as detailed below.

The Company had invited unitholders to propose the agenda regarding the 2022 Annual General Meeting of Trust Unitholders in advance from February 18, 2022 to April 29, 2022, but there was no such proposal, therefore the Board of Directors had set the agendas and details related to the meeting on the Trust's website: www.impactgrowthreit.com/IR for the unitholders.

Agenda Item 1: To consider and acknowledge the providing information in lieu of holding the 2021 Annual General Meeting of Trust Unitholders

Objectives and Reasons: Under the Announcement of the Office of the Securities and Exchange Commission No. Sor Ror 7/2564 Re: Actions for Holding Annual General Meeting for Year 2021 of Trust Unitholders of Real Estate Investment Trust and the Relaxing Conditions in Trust Deed due to Situation of Outbreak of Coronavirus Disease 2019 (COVID-19), Clause 2, if the agenda for the annual general meeting for the year 2021 of any trust is to report the trust unitholders without seeking approval, the REIT Manager may proceed with other method in lieu of holding the annual general meeting to give

the report to the trust unitholders for acknowledgment. The Company delivered the providing information in lieu of holding the meeting on Monday June 28, 2021 to trust unitholders and the Stock Exchange of Thailand (“SET”) within the prescribed time frame and also was uploaded on the Trust’s website and attached here with this letter as detailed in the copy of delivered the providing information in lieu of holding the 2021 Annual General Meeting of Trust Unitholders (Attachment No.1) for enabling the unitholders to consider and acknowledge such minutes.

Opinion of the REIT Manager: The providing information in lieu of holding the 2021 Annual General Meeting of Trust Unitholders that was delivered on Monday June 28, 2021 was correctly and completely prepared thus it should be presented for acknowledgement at the 2022 Annual General Meeting of Trust Unitholders.

Resolution: This agenda shall not require any vote since it is a matter for acknowledgement of the unitholders.

Agenda Item 2: To consider and acknowledge the Trust’s 2021/2022 operational performance

Objectives and Reasons: To comply with the Trust Deed, the Trust shall inform the Trust unitholders regarding the Trust’s operational performance ended on March 31, 2022, which showed the Trust’s performance in the previous year as detailed in the Annual Report as of March 31, 2022 (Attachment No.2).

The operational performance could be summarized as detailed below:

Operational performance for the period of April 1, 2021 – March 31, 2022

Performance (Million Baht)	April 1, 2021 – March 31, 2022	April 1, 2020 – March 31, 2021	Change (%)
1. Total investment income	659.10	1,102.56	(40.22)
1.1 Service income	656.52	1,087.11	(39.61)
1.2 Interest income	0.44	0.71	(39.13)
1.3 Other income	2.137	14.74	(85.50)
2. Total expenses	500.33	662.28	(24.45)
3. Net investment income	158.77	440.28	(63.94)
4. Hall area (sq.m.)	122,165.00	122,165.00	-
5. Occupancy Rate (%)	33.38	27.03	23.49
6. Average Rental Rate (Baht/sq.m./day)	32.06	66.71	(51.94)

Opinion of the REIT Manager: The Trust’s performance report for the year of 2021/2022 as showed in the Annual Report as of March 31, 2022 was correctly prepared and it should be presented for acknowledgement at the 2022 Annual General Meeting of Trust Unitholders.

Resolution: This agenda shall not require any vote since it is a matter for acknowledgement of the unitholders.

Agenda Item 3: To consider and acknowledge the Statement of Financial Position as well as Profit and Loss Statements for the fiscal year ended March 31, 2022 of the Trust

Objectives and Reasons: The Trust's statement of financial position and the profit and loss statements for the year ended on March 31, 2022 had been audited and certified by Ms. Wanwilai Phetsang, CPA No.5315 of EY Office Limited. On May 19, 2022, the Board of Directors had considered that they were correctly and completely prepared in accordance with general accounting standards; therefore the Board of Directors had approved the said statement of financial position and the profit and loss statements and also deemed appropriate to propose them to the 2022 Annual General Meeting of Trust Unitholders for its consideration and acknowledgement. The details of the statement of financial position and the profit and loss statements are shown in the Annual Report as of March 31, 2022 ([Attachment No.2](#)).

The details of the financial information could be summarized as follows:

Particulars (Million Baht)	April 1, 2021 - March 31, 2022	April 1, 2020 - March 31, 2021
Balance Sheet		
Total assets	20,371.85	20,272.16
Total liabilities	4,279.45	4,266.57
Net asset	16,092.40	16,005.59
Net asset value per unit (baht)	10.8549	10.7963
Income Statement		
Total investment income	659.10	1,102.56
Total expenses	500.33	662.28
Net investment income	158.77	440.28
Total realized and unrealized gains on investments	2.16	6.42
Net profit	160.93	446.70
Earning per unit (baht)	0.11	0.30
Cash Flows Statement		
Net cash flows provided by operating activities	222.32	249.39
Net cash flows used in by financing activities	(195.20)	(671.96)
Net increase (decrease) in cash and cash at banks	27.13	(422.57)
Cash and cash at banks at beginning of the year	263.22	685.79
Cash and cash at banks at end of the year	290.35	263.22

Opinion of the REIT Manager: The Trust's statement of financial position and the profit and loss statements for the year ended March 31, 2022 were correctly prepared and audited and certified by CPA thus it should be presented for acknowledgement at the 2022 Annual General Meeting of Trust Unitholders.

Resolution: This agenda shall not require any vote since it is a matter for acknowledgement of the unitholders.

Agenda Item 4: To consider and acknowledge the 2021/2022 Distribution

Objectives and Reasons: The Trust had announced the distribution to the Trust Unitholders in order to comply with the Trust Deed, as specified that the REIT manager shall pay the distribution to unitholders not less than 90% of adjusted net profit and not over 4 times a year.

The performance of the year 2021/2022, the Trust had reported the net profit of Baht 160.93 million. The REIT manager had announced the 2021/2022 distribution at the rate of Baht 0.10 per one unit from the operation period of April 1, 2021 - March 31, 2022.

The details of distributions are summarized below:

Performance	April 1 – June 30, 2020	July 1 - September 30, 2020	October 1 - December 31, 2020	January 1 - March 31, 2021	Total
Net profit (Loss) (Million Baht)	(36.38)	(0.12)	145.47	51.96	160.93
Number of unit trust (Million Units)	1,482.50	1,482.50	1,482.50	1,482.50	1,482.50
Distribution per unit (Baht)	0.00	0.00	0.05	0.05	0.10
Distribution payout (%)	-	-	51.89	151.39	98.62
Payment Date	-	-	March 11, 2022	June 17, 2022	

Opinion of the REIT Manager: The 2021/2022 distribution payments were complied with the distribution policy as specified on the Trust Deed thus it should be presented for acknowledgement at the 2022 Annual General Meeting of Trust Unitholders.

Resolution: This agenda shall not require any vote since it is a matter for acknowledgement of the unitholders.

the fee for reviewing of the annual report is included, to the Trust. Thus, it should be presented for acknowledgement at the 2022 Annual General Meeting of Trust Unitholders.

Resolution: This agenda shall not require any vote since it is a matter for acknowledgement of the unitholders.

Agenda Item 6: Any Other Matters (if any)

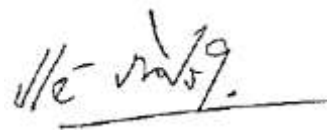
The Company would like to inform that the Board of Directors' of the Company had resolved to determine the list of unitholders being entitled to attend the 2022 Annual General Meeting of Trust Unitholders by setting the record date on June 9, 2022.

All trust unitholders are cordially invited to attend the 2022 Annual General Meeting of Trust Unitholders on the date, at the time specified above. The E-AGM will be only conducted by electronic means, as well as the registration and voting. The trust unitholders or the proxies who would like to attend the 2022 Annual General Meeting of Trust Unitholders through the electronics means, please study the procedure for registration and attendance from the Guidance for Electronic Annual General Meeting of Trust Unitholders (E-AGM) which appear in Attachment No.7.

The trust unitholders, who are unable to attend the meeting, may give proxy to the Independent Director of the Company: Mr. Chirakhachorn Chaturabatara to attend the meeting and vote on their behalf in this meeting. Please complete and execute the Proxy Form (as appear in Attachment No.6) with the proxy's documents by July 19, 2022 addressed to Investor Relation Department, RMI Co., Ltd., 47/569-576, 10th Floor, New Geneva Building, Popular 3 Road, Tambon Ban Mai, Amphur Pakkred, Nontaburi Province 11120. The Information on Independent Directors for Trust Unitholders' Proxy is appeared in Attachment No.5.

The unitholders of IMPACT Growth Real Estate Investment Trust are cordially invited to attend the meeting as time, date and venue stated above.

Sincerely yours,



(Colonel Phichai Namsirikul)

Chairman