

Details regarding the Additional Telecom Infrastructure Assets No.3

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The Fund will invest in the Additional Telecom Infrastructure Assets No. 3. Such assets comprise:

- (a) Ownership in approximately 2,589 telecommunications towers from True Move H Universal Communication Company Limited (“**TUC**”);
- (b) Ownership in the fibre optic cables (FOC) currently used for provision of mobile services in provincial areas with approximate distance of 8,017 kilometres (or approximately 252,006 core kilometres) from TUC
- (c) Ownership in the core fibre optic cables (Core FOC) currently used for provision of mobile and internet services in Bangkok Metropolitan Area with approximate distance of 546 kilometres (or approximately 117,871 core kilometres) from True Move Company Limited (“**TMV**”);
- (d) Ownership in FOC currently used under FTTx system (FOC for FTTx) for provision of internet and broadband internet services in provincial areas with approximate distance of 5,933 kilometres (or approximately 220,428 core kilometres) from TMV; and
- (e) Long-term leasehold of approximately 30 years of FOC for FTTx for provision of internet and broadband internet services in Bangkok Metropolitan Area with approximate distance of 12,872 kilometres (or approximately 619,987 core kilometres) from True Internet Corporation Company Limited (“**TICC**”), including call option of the FOC for FTTx upon expiration of the term of the long-term leasehold and fulfillment of terms and conditions to be determined in the long-term lease agreement with the exercise price for the purchase of the ownership in such assets being Baht 1,300 million.

(collectively, “**the Additional Telecom Infrastructure Assets No. 3**”)

TUC, TMV, and TICC are subsidiaries of True Corporation Public Company Limited (“**TRUE**”) in which, as of 15 September 2017, TRUE holds (either directly or indirectly) 100.00, 99.70 and 100.00 per cent of the total issued shares of the three companies i.e. TUC, TMV and TICC, respectively, and TRUE is the major unitholder of the Fund. As of 18 October 2017, TRUE holds 28.11 per cent of the total issued investment units of the Fund.

(1) **Summary of information regarding telecommunications towers owned by TUC to be additionally invested by the Fund**

(a) **Background**

The Fund will invest in the ownership of approximately 2,589 telecommunications towers owned by TUC, from which the Fund will seek benefits in a manner as permitted by the laws, which includes leasing the assets to third parties, and also including leasing part of the towers to TUC, which is a subsidiary of TRUE, by entering into the master lease, operation, maintenance and management agreement (approximately not exceeding 16 years) with TUC; TUC, which is an anchor tenant and management service provider of the Fund, will use the

telecommunications tower slots to provide mobile services. The telecommunications towers host the active telecommunications infrastructure used for service provision mainly on the 900 and 1,800 MHz frequency band.

(b) Description and coverage of telecommunications towers owned by TUC to be additionally invested by the Fund

The TUC's telecommunications towers of approximately 2,589 towers to be additionally invested by the Fund comprise ground-based towers and rooftop towers. The majority of the telecommunications towers had been constructed for a period of not more than 1-2 year(s), and generally the service life of the telecommunications towers is not less than 30 years and capable of unlimitedly extending the useful life with the regular maintenance.

(c) Right to use land or properties as sites of telecommunications towers

Telecommunications towers of TUC to be additionally invested by the Fund are located on the land or at the properties that TUC has leased from a number of lessors.

(d) Operation and maintenance

TUC, as the anchor tenant and management service provider of the Fund, has duties related to the operation and maintenance of TUC's telecommunications towers to be additionally invested by the Fund pursuant to the TUC Leasing Agreement.

(2) Summary of information regarding the FOC of TUC and the Core FOC of TMV and FOC for FTTx of TMV and TICC respectively (collectively called the "FOCs") to be additionally invested by the Fund

(a) Background

The Fund will invest in (1) ownership in the FOC of TUC for a distance of approximately 8,017 kilometres (or approximately 252,006 core kilometres), (2) ownership in the Core FOC of TMV for a distance of approximately 546 kilometres (or approximately 117,871 core kilometres), (3) ownership in the FOC for FTTx of TMV for a distance of approximately 5,933 kilometres (or approximately 220,428 core kilometres) and (4) long-term leasehold of approximately 30 years of FOC for FTTx for a distance of approximately 12,872 kilometres (or approximately 619,986 core kilometres), including call option of such FOC for FTTx upon the expiration of the term of the long-term leasehold and fulfillment of terms and conditions to be determined in the long-term lease agreement, with the exercise price for the purchase of the ownership in such assets being Baht 1,300 million. The Fund will seek benefits from the said FOCs in a manner as permitted by the laws, including leasing the FOCs to third parties, which also includes leasing part of the FOC to TUC, a subsidiary of TRUE, and leasing or sub-leasing part of Core FOC and FOC for FTTx to TICC, a subsidiary of TRUE, by entering into the master lease, operation, maintenance and management agreement and the master sub-lease, operation, maintenance and management agreement (in respect of the assets to be invested by the Fund under long-term leasehold) with TUC and TICC respectively. TUC and TICC, which are the anchor tenant and management service provider of the Fund, will use

the leased assets or sub-leased assets (as the case may be) to provide mobile services and internet and broadband internet services respectively.

(b) Description and quality of FOCs

FOCs are glass fibres that transmit light along its wavelength. Fibre optics is widely used in transmission, which permit transmission over a longer distance and at higher bandwidths (data rates) than other forms of transmission. Moreover, transmission by FOCs is a method of transmitting information from one place to another by sending pulses of light through the optic fibres. The process of communicating using fibre optics involves the following fundamental steps, which are: creating the optical signal involving the use of a transmitter, relaying the signal, monitoring that the signal does not become too distorted or weak, receiving the optical signal, and converting the optical signal into an electrical signal.

The significant advantages of FOCs are exceptionally low loss of data and less susceptible to electromagnetic interference, allowing longer distance between amplifiers and repeaters. FOCs are therefore used instead of metal cables, where several thousands of electrical wires can be replaced by a single high-bandwidth fibre cable.

(c) Description and coverage of the FOCs to be additionally invested by the Fund

The FOCs to be invested by the Fund comprise 24-core to 216-core fibre optics cables, for a distance of approximately 27,368 kilometres (or approximately 1,210,292 core kilometres). The FOCs to be additionally invested by the Fund were constructed and have been used for a period of up to 1-2 year(s), whereas the FOCs have a service life of up to 50 years.

(d) Remaining Capacity of Dark fibre

Initially, rental to be received from TUC and TICC will be the sole source of income in respect of the FOCs to be additionally invested by the Fund, until more third-party tenants, telecom business operators and data and voice service providers enter into leases of the remaining dark fibre of the Fund. Initially, the remaining dark fibre capacity following the lease by TUC and TICC will account for approximately 20 per cent of total capacity.

(e) Right of way

Documents in relation to the right of way with respect to the FOCs that the Fund will invest are the right of way granted by way of juristic acts of, or contracts with, public utility agencies in the name of TUC (in respect of FOC), and TICC (in respect of Core FOC and FOC for FTTx). Certain FOCs which the Fund will invest are under the process for the relevant public utility agencies to issue relevant documents in relation to the right of way which is standard in the FOC industry.

(f) Operation and maintenance

TUC, as the tenant, will be responsible for operation and maintenance of the FOC and Core FOC to be additionally invested by the Fund. TICC, as the sub-tenant, will be responsible for operation and maintenance of the FOC for FTTx to be additionally invested by the Fund. TUC and TICC will be required to meet certain standards to be specified in master lease, operation, maintenance and management agreement and the master sub-lease, operation,

maintenance and management agreement (as the case may be), for which the Fund believe that the FOCs to be additionally invested by the Fund will be properly operated and maintained.

Overview of the existing telecommunications infrastructure business assets currently invested by the Fund after investment in the Additional Telecom Infrastructure Assets No.2 and the Additional Telecom Infrastructure Assets No.3 to be invested by the Fund

The comparative overview of the existing telecommunications infrastructure business assets currently invested by the Fund after investment in the Additional Telecom Infrastructure Assets No.2 and the Additional Telecom Infrastructure Assets No.3 to be invested by the Fund is as set out below:

Table 1: The telecommunications infrastructure business assets of the Fund after investment in the Additional Telecom Infrastructure Assets No.2

Form of investment	Right to receive net revenue and ownership in the assets upon fulfillment of conditions		Ownership				Long-term leasehold and call option upon fulfillment of conditions		Total amount of the assets
	AWC	BFKT	TRUE	TICC	TUC	TMV	AWC	TICC	
Entities entered to the transaction with the Fund									
Telecommunications towers	4,698 towers and approx. 149 towers ¹	1,485 towers	6,000 towers	-	Approximately 350 towers ²			-	Approx. 12,682 towers
Fibre optic cables (FOC) and transmission system equipment	-	9,169 links and FOC of 47,250 kilometres (680,400 core kilometres)	-	FOC of 5,112 kilometres (122,974 core kilometres)	FOC of approx. 1,113 kilometres (or approx. 62,594 core kilometres) ³	Core FOC of approx. 542 kilometres (or approx. 117,147 core kilometres) ⁴	FOC of 7,981 kilometres (or 303,453 core kilometres)	FOC for FTTx of approx. 670 kilometres (or approx. 80,014 core kilometres) ⁵	9,169 links and FOC of approx. 62,668 kilometres (or approx. 1,366,582 core kilometres)
Upcountry broadband system (UBB)	-	-	-	1.2 million ports and FOC of 6,114 kilometres (198,085 core kilometres)					1.2 million ports and FOC of 6,114 kilometres (198,085 core kilometres)

Remark: With respect to the investment in the Additional Telecom Infrastructure Assets No. 2:

1. The Fund will consider investing in the right to receive net revenue derived from the lease of AWC's telecommunications infrastructure business assets, which comprise telecommunications towers of approximately 149 towers and other relevant passive telecommunications infrastructure (if any) owned by AWC, including the ownership thereof following the expiry date of the AWC Leasing Agreement and upon the fulfillment of the conditions.
2. The Fund will consider investing in ownership in approximately 350 telecommunications towers from TUC.
3. The Fund will consider investing in ownership in FOC currently used for provision of mobile services in provincial areas with approximate distance of 1,113 kilometres (or approximately 62,594 core kilometres) from TUC.
4. The Fund will consider investing in ownership in Core FOC currently used for provision of mobile and internet services in Bangkok Metropolitan Area with approximate distance of 542 kilometres (or approximately 117,147 core kilometres) from TMV.
5. The Fund will consider investing in the long-term leasehold with a term of not exceeding 30 years of FOC for FTTx for provision of internet and broadband internet services in Bangkok Metropolitan Area with a distance of approximately 670 kilometres (approximately 80,014 core kilometres), including call option of the FOC for FTTx, following the expiry date of the long-term lease and upon the fulfillment of the conditions, with the exercise price for the purchase of the ownership in such assets being Baht 200 million.

Table 2: The telecommunications infrastructure business assets of the Fund after investment in the Additional Telecom Infrastructure Assets No. 3

Form of investment	Right to receive net revenue and ownership in the assets upon fulfillment of conditions		Ownership				Long-term leasehold and call option upon fulfillment of conditions		Total amount of the assets
Entities entered to the transaction with the Fund	AWC	BFKT	TRUE	TICC	TUC	TMV	AWC	TICC	
Telecommunications towers	4,847 towers	1,485 towers	6,000 towers	-	Approx. 350 towers and 2,589 towers ¹			-	Approx. 15,271 towers
Fibre optic cables (FOC) and transmission system equipment	-	9,169 links and FOC of 47,250 kilometres (680,400 core kilometres)	-	FOC of 5,112 kilometres (122,974 core kilometres) ¹	FOC of approx. 1,113 kilometres (or approx. 62,594 core kilometres) and approx. 8,017 kilometres (or approx. 252,006 core kilometres) ²	Core FOC of approx. 542 kilometres (or approx. 117,147 core kilometres) and approx. 546 kilometres (or approx. 117,871 core kilometres) ² and FOC for FTTx of approx. 5,933 kilometres (or approx.	FOC of 7,981 kilometres (or 303,453 core kilometres)	FOC for FTTx of approx. 670 kilometres (or approx. 80,014 core kilometres) and approx. 12,872 kilometres (or approx. 619,986 core kilometres) ⁴	9,169 links and FOC of approx. 90,036 kilometres (or approx. 2,576,873 core kilometres)

Form of investment	Right to receive net revenue and ownership in the assets upon fulfillment of conditions		Ownership				Long-term leasehold and call option upon fulfillment of conditions		Total amount of the assets
						220,428 core kilometres ³			
Upcountry broadband system (UBB)	-	-	-	1.2 million ports and FOC of 6,114 kilometres (198,085 core kilometres)					1.2 million ports and FOC of 6,114 kilometres (198,085 core kilometres)

Remark: With respect to the investment in the Additional Telecom Infrastructure Assets No. 3;

1. The Fund will consider investing in the ownership in approximately 2,589 telecommunications towers from TUC.
2. The Fund will consider investing in FOC currently used for provision of mobile services in provincial areas with approximate distance of 8,017 kilometres (or approximately 252,006 core kilometres) of TUC.
3. The Fund will consider investing in the ownership in Core FOC currently used for provision of mobile and internet services in Bangkok Metropolitan Area with approximate distance of 546 kilometres (or approximately 117,871 core kilometres)
4. The Fund will consider investing in the ownership in FOC for FTTx for provision of internet and broadband internet services in provincial areas with approximate distance of 5,933 kilometres (or approximately 220,428 core kilometres) of TMV.
5. The Fund will consider investing in the long-term leasehold of not exceeding 30 years of FOC for FTTx for provision of internet and broadband internet services in Bangkok Metropolitan Area with approximate distance of 12,872 kilometres (or approximately 619,986 core kilometres) from TICC, including call option of the FOC for FTTx upon the expiration of the term of the long-term leasehold and fulfillment of other conditions to be determined, with the exercise price for the purchase of the ownership in such assets being Baht 1,300 million.