



LH BANK

ธนาคารแลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน)
LAND AND HOUSES BANK PUBLIC COMPANY LIMITED

(Translation)

Minutes of the 2024 Extraordinary General Meeting of Shareholders

No. 1/2024

Land and Houses Bank Public Company Limited

Board Meeting Room, 5th Floor, 1 Q.House Lumpini Building

South Sathon Road, Thungmahamek, Sathon, Bangkok, Thailand 10120

Wednesday, 20 November 2024

Meeting started at 2 p.m.

Directors attending in person

- | | | |
|----------------|---------------|----------|
| 1. Mr. Shih, | Jiing-Fuh | Director |
| 2. Mr. Vichian | Amornpoonchai | Director |

Directors attending via Electronic Media Conference

- | | | |
|-----------------|---------------------|--|
| 3. Mr. Lee, | Yu-Chou | Chairman |
| 4. Dr. Supriya | Kuandachakupt | Vice Chairman and Independent Director |
| 5. Mr. Pradit | Sawattananond | Chairman of the Audit Committee |
| 6. Mr. Pichai | Dusdeekulchai | Independent Director |
| 7. Prof. Piphob | Veraphong | Independent Director |
| 8. Mr. Sirichai | Sombutsiri | Director |
| 9. Mr. Naporn | Sunthornchitcharoen | Director |
| 10. Ms. Chiu, | Ya-Ling | Director |
| 11. Mr. Liao, | Jen-Wen | Director |

The chairman presided over the meeting and informed the meeting that 18 shareholders were present in person and proxy, representing 2,000,000,000 shares and accounting for 100 percent of the total paid-up share capital, constituting a quorum under the bank's Articles of Association. The bank has submitted the notice to shareholders in advance.

The chairman introduced the directors and assigned Ms. Chayawan Budsayalap Thaidech, company secretary, to conduct the meeting as follows:

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Agenda 1 To acknowledge the interim dividend payment

The company secretary reported to the shareholders meeting to acknowledge the interim dividend payment according to the performance for the 9-month period ended September 30, 2024, audited by the certified public accountant. The bank had the net profit of Baht 1,399,149,710.81 without retained losses. Therefore, we would like to propose the meeting to approve the allocation of net profit to the statutory reserve and interim dividend as follows:

1. Allocate the net profit of Baht 70,000,000.00 to the statutory reserve or at least 5 percent of net profit
2. Pay the interim cash dividend at Baht 0.425 per share or Baht 850,000,000.00 on November 25, 2024

The meeting approved the interim dividend payment.

Agenda 2 To consider and approve the issuance and offering of financial instruments in Tier 1 capital (Additional Tier 1) with the ticket size of not exceeding Baht 5,000 million

The company secretary proposed the shareholders meeting to approve the issuance and offering of financial instruments in Tier 1 capital (Additional Tier 1) with the ticket size of not exceeding Baht 5,000 million as follows:

Issuer	Land and Houses Bank Public Company Limited
Type of Debt Instruments	Perpetual subordinated additional Tier 1 capital No. 1/2024 with the issuer's unconditional right to cancel coupon, right to write off (Fully or Partially), right to early redemption and without holders' right to request for early redemption
Purpose	To enhance capital and support core operations and business expansion
Issue Size	Not exceeding Baht 5,000 million
Currency	Thai Baht
Coupon/ Discount Rate	Depending on the market conditions at the issue date and offering or according to the terms and conditions subject to the announcement of SEC and/or other relevant announcements, rules and regulations in force at the time the of issuance and offering
Tenor	Perpetual The issuer has the right to redeem according to the following criteria and procedures: - At the date of coupon repayment after 5 (five) years after the issue date

	<p>- At any time from the issue date in case of any change to tax law on any date after the issue date that may change the tax benefits of the issuer including the modification of criteria causing the bond yields to become dividends and the issuer cannot use as a tax expense.</p> <p>At any time from the issue date in the case of any change to the capital supervision criteria at any day from the issue date causing the existing Tier-1 bond to become disqualified according to relevant criteria</p>
Offering Method	Top 10 private placement (PP), offered to institutional investors (Connected Persons)

The company's Board of Directors and/or president and/or authorized persons have the power to establish the following conditions:

1. To establish the details related to bond including name, coupon rate, maturity date, appointment of bond representatives including circulars relating to offering but not limited to the price, offering method and offering period and allocation

2. To appoint the financial advisor and/or underwriter and/or rating agencies and/or securities and/or other individuals in the case that an appointment is necessary in accordance with relevant rules and regulations or in any other case as deemed appropriate

3. To contact, negotiate, enter into, sign, amend contracts and/or documents, provide information, submit documents and evidence to the SEC and/or any other agency related to the issuance and offering of such instrument as well as perform all actions related or necessary as deemed appropriate

No shareholders asked any question.

The company secretary proposed the shareholders meeting to approve the issuance and offering of financial instruments in Tier 1 capital (Additional Tier 1) with the ticket size of not exceeding Baht 5,000 million.

The meeting has considered and approved the issuance and offering of financial instruments in Tier 1 capital (Additional Tier 1) with the ticket size of not exceeding Baht 5,000 million with a vote of no less than three-fourths (3/4) of the total number of votes of the shareholders who attended the meeting and had the voting right.

Approved	2,000,000,000	Votes	Equivalent to	100.0%
Disapproved	-	Votes	Equivalent to	-
Abstained	-	Votes	Equivalent to	-

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Agenda 2 Other matters (If any)

- None

The chairman opened the session for comments or questions.

There were no more matters for consideration. The chairman thanked the shareholders for their participation in the 2024 Extraordinary General Meeting of Shareholders and announced the meeting closed.

Meeting ended at 2.30 p.m.

Sign _____

(Mr. Lee, Yu-Chou)

Chairman

Sign _____

(Ms. Chayawan Budsayalap Thaidech)

Company Secretary