

(Translation)

Minutes of the 2024 Annual General Meeting of Shareholders

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

Monday, 18 March 2024

Meeting started at 3 p.m.

Directors attending in person

1. Dr. Vorapol	Socatiyanurak	Chairman
2. Mr. Lee,	Yu-Chou	Vice Chairman
3. Mr. Pradit	Sawattananond	Chairman of the Audit Committee
4. Dr. Supriya	Kuandachakupt	Independent Director
5. Mr. Pichai	Dusdeekulchai	Independent Director
6. Prof. Piphob	Veraphong	Independent Director
7. Mr. Naporn	Sunthornchitcharoen	Director
8. Mr. Shih,	Jiing-Fuh	Chief Executive Officer and President
9. Mr. Vichian	Amornpoonchai	Director
10. Ms. Chiu,	Ya-Ling	Director

Directors attending via Electronic Media Conference

11. Mr. Sirichai	Sombutsiri	Director
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The chairman declared the meeting open 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 attending the meeting and assigned Ms. Chayawan Budsayalap Thaidech, company secretary, to conduct the meeting according to the following agenda.

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Agenda 1 To acknowledge the bank's performance of the year 2023

The company secretary reported to the shareholders meeting to acknowledge the bank's performance of the year 2023 appeared in the 2023 annual report, which had been sent together with the meeting invitation letter as follows:

In 2023, the bank had a net profit of Baht 1,693 million, increased by Baht 599.7 million or 54.9 percent from 2022. The operating income was in the amount of Baht 7,814.3 million, increased by Baht 821.3 million or 11.7 percent from 2022. The other operating expenses were in the amount of Baht 3,603.1 million, increased by Baht 477.8 million or 15.3 percent from 2022. There was a total of 72 branches, decreased by 2 branches from 2022.

The meeting acknowledged the bank's performance of the year 2023.

Agenda 2 To consider and approve the statements of financial position and the statements of comprehensive income for the year ended December 31, 2023

The company secretary proposed the shareholders meeting to approve the statements of financial position and the statements of comprehensive income for the year ended December 31, 2023, which was consented by the Audit Committee, audited and certified by the public accountants as follows:

In 2023, the bank had total assets of Baht 316,339.1 million, increased by Baht 20,493.0 million or 6.9 percent from 2022. The total liability was Baht 280,721.9 million, increased by Baht 20,205.5 million or 7.8 percent from 2022. The owners' equity was Baht 35,617.2 million, increased by Baht 287.5 million or 0.8 percent from 2022. The net profit was Baht 1,693 million, increased by Baht 599.7 million or 54.9 percent from 2022.

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to approve the statements of financial position and the statements of comprehensive income for the year ended December 31, 2023.

The meeting approved the statements of financial position and the statements of comprehensive income for the year ended December 31, 2023 with majority votes of shareholders who attended the meeting and cast their votes as follows:

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

Agenda 3 To consider and approve the allocation of net profit for the year 2023 to the statutory reserve with no dividend payment and to acknowledge the interim dividend payment

The company secretary proposed the shareholders meeting to approve the allocation of the net profit for the year 2023 to the statutory reserve with no dividend payment and to acknowledge the interim dividend payment. According to the 9-month performance ended September 30, 2023 audited by the certified public accountant, the bank posted the net profit of Baht 1,369,946,855.73 without retained losses. The bank, therefore, allocated the net profit to the statutory reserve and paid the interim dividend as follows:

1. Allocated the annual net profit in the amount of Baht 70,000,000.00 or at least 5 percent to the statutory reserve
2. Paid the cash interim dividend at Baht 0.25 per share, in the total amount of Baht 500,000,000.00 on December 25, 2023

To consider and approve the allocation of net profit for the year 2023 to the statutory reserve with no dividend payment

According to the performance of the year ended December 31, 2023, the bank posted the net profit of Baht 1,692,978,137.87 and allocated the annual net profit or not less than 5 percent to the statutory reserve with no dividend payment as follows:

1. Allocate the 2023 annual net profit in the total amount of Baht 85,000,000.00 or at least 5 percent to the statutory reserve for which the bank had previously allocated Baht 70,000,000.00. This time, it was required to allocate an additional Baht 15,000,000.00 to the statutory reserve.
2. No dividend payment since it was required to support the bank's expansion

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to approve the allocation of net profit for the year 2023 to the statutory reserve with no dividend payment and to acknowledge the interim dividend payment.

The meeting acknowledged the interim dividend payment and approved the allocation of net profit for the year 2023 to the statutory reserve with no dividend payment with majority votes of shareholders who attended the meeting and cast their votes as follows:

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

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Agenda 4 To consider and approve the appointment of directors to replace those retired by rotation

The company secretary proposed the shareholders meeting to approve the appointment of directors to replace those retired by rotation to align with the bank's Articles of Association which states that one-thirds of the directors shall vacate in proportion each year. In 2024, 4 directors who will retire by rotation are as follows:

- | | | |
|-----------------|---------------|---------------------------------|
| 1. Dr. Vorapol | Socatiyanurak | Chairman |
| 2. Mr. Lee, | Yu-Chou | Vice Chairman |
| | | Member of Executive Committee |
| 3. Mr. Sirichai | Sombutsiri | Director |
| | | Chairman of Executive Committee |
| 4. Mr. Vichian | Amornpoonchai | Director |

The Board of Directors, excluding the directors who have conflicts of interest in this matter, considered the proposal from the Nomination and Remuneration Committee and deemed appropriate to propose the 2024 Annual General Meeting of Shareholders to appoint the 3 directors, namely Mr. Lee, Yu-Chou, Mr. Sirichai Sombutsiri and Mr. Vichian Amornpoonchai for another term and Mr. Liao, Jen-Wen to replace Dr. Vorapol Socatiyanurak, because they are qualified with knowledge and capabilities beneficial to the bank and meet the qualifications of directorship required by relevant laws and the bank's Articles of Association.

The biographies of directors who were proposed to shareholders to appoint them for another term, are attached herewith for consideration. (See Enclosure 3)

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to approve the appointment of directors individually as follows:

1. Mr. Lee, Yu-Chou

The meeting approved to re-appoint Mr. Lee, Yu-Chou as director for another term with majority votes of shareholders who attended the meeting and cast their votes as follows:

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

2. Mr. Sirichai Sombutsiri

The meeting approved to re-appoint Mr. Sirichai Sombutsiri as director for another term with majority votes of shareholders who attended the meeting and cast their votes as follows:

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

3. Mr. Vichian Amornpoonchai

The meeting approved to re-appoint Mr. Vichian Amornpoonchai as director for another term with majority votes of shareholders who attended the meeting and cast their votes as follows:

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

4. Mr. Liao, Jen-Wen

The meeting approved to appoint Mr. Liao, Jen-Wen as director with majority votes of shareholders who attended the meeting and cast their votes as follows:

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

Agenda 5 To consider and approve the directors' remuneration

The company secretary proposed the shareholders meeting to approve the directors' remuneration. The Nomination and Remuneration Committee already considered the directors' remuneration based on the appropriateness, work experience, knowledge, abilities, dedications and benefits that directors can contribute to the bank. The Board of Directors deemed it appropriate as follows:

1. Directors' remuneration for the year 2024

Table: Directors' remuneration for the year 2024 and year 2023

(Unit : Baht)

Position	Directors' remuneration (per month)	
	2024	2023
Chairman	100,000	300,000
Vice Chairman	100,000	100,000
Directors	40,000	40,000

2. Directors' meeting allowance for the year 2024

Table: Directors' meeting allowance for the year 2024 and 2023

(Unit : Baht)

Position	Meeting Allowance (per time)													
	Board of Directors		Executive Committee		Audit Committee		Sustainability and Corporate Governance Committee		Nomination and Remuneration Committee		Risk Oversight Committee		Other Committees*	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Chairman	30,000	50,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Vice Chairman Director	25,000	25,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000
Vice Chairman Executive Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Note: * Other sub-committees refer to the committees that regulators require, or should have or the Board of Directors deems appropriate.

3. Directors' gratuity for the year 2023

The Board of Directors plays a key role in supporting the policies and making decisions on important issues for the bank. As a result, the bank has reflected sound performance and good image continuously.

As LH Financial Group Public Company Limited, the parent company of the bank, has also determined the directors' gratuity, any directors holding directorships for LH Financial Group Public Company Limited receives the directors' gratuity only from LH Financial Group Public Company Limited.

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Therefore, the Nomination and Remuneration Committee consented to the directors' gratuity in the total amount of no more than Baht 1,400,000, which was commensurate with their duties, responsibilities and workload. The allocation is subject to the discretion of the Board of Directors. The bank would pay the directors' gratuity for 3 directors as follows:

1. Mr. Sirichai Sombutsiri
2. Mr. Suei, Jung-Hsin
3. Ms. Chompoonoot Pathomporn

4. Other benefits

Unchanged.

Referring to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2015 held on January 21, 2015, the bank shall provide other benefits regarding vehicles for the directors including any related expenses such as fuel, insurance premium, maintenance and salary for drivers. The Board of Directors had the authority to consider the appropriateness and approved the remuneration to be effective unless otherwise cancelled or amended by the shareholders meeting.

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to approve the directors' remuneration.

The meeting approved the directors' remuneration with votes of not less than two-thirds (2/3) of shareholders who attended the meeting as follows:

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

Agenda 6 To consider and approve the appointment of auditors and audit fee for the year 2024

The company secretary proposed the shareholders meeting to approve the appointment of auditors and audit fee for the year 2024. The Board of Directors considered the proposal from the Audit Committee and deemed appropriate to propose the shareholders to appoint the auditors of KPMG Phoomchai Audit Limited as the bank's auditors in 2024 as a replacement for EY Office Limited with the view that KPMG Phoomchai Audit Limited was under the certified list of auditors of the Securities and Exchange Commission, with high standards. In addition, the audit fee was appropriate with the scope of audit functions. The list of certified public accountants is as follows:

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1. Ms. Orawan Chotiwiwiyakul CPA Registration No. 10566 and/or
2. Mr. Chanchai Sakulkoedsin CPA Registration No. 6827 and/or
3. Mr. Chokechai Ngamwutikul CPA Registration No. 9728 and/or
4. Ms. Thitima Pongchaiyong CPA Registration No. 10728

The audit fee for the year 2024 was Baht 5,800,000.00, equal to the year 2023.

In case the above auditors could not perform their duties, KPMG Phoomchai Audit Limited shall supply other certified public accountants from the company to audit and express their opinions on the bank's financial statements instead.

These 4 certified public accountants have no relationships and/or have any conflicts of interest with the bank/ subsidiaries/ executives/ major shareholders or their connected persons.

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to approve the appointment of auditors and audit fee for the year 2024.

The meeting approved the appointment of auditors and audit fee for the year 2024 with majority vote of shareholders who attended the meeting and cast their votes as follows:

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

Agenda 7 To consider and approve the amendments to the Articles of Association

The company secretary proposed the shareholders meeting to approve the amendments to the Articles of Association of the bank to align with the Public Limited Companies Act (No. 4) B.E. 2565 stating that public limited companies are allowed to use electronic means to publicize the contents about public limited companies, board meeting, meeting of shareholders, delivery of letters or documents as follows:

Chapter III: Directors and Directors Authorities

Article 26. The Board of Directors meeting shall be held in the location where the head office of the Company is located or in a nearby province, or at other places where the chairman of the Board of Directors or his/her designated person specifies. In case the chairman or his/her designated person fails to fix the venue of the Board of Directors meeting, the Company's head office shall be used as the venue of the meeting. The Board of Directors meeting may be organized via electronic means and the Company's head office shall be considered as the venue of the meeting.

Article 27. In calling the Board of Directors meeting, a written notice shall be mailed or sent via electronic means to the directors not less than three (3) days prior to the date of the meeting. Unless necessary or urgent to preserve the rights or benefits of the Company, the meeting may be called by other methods and an earlier meeting date can be chosen.

When there are reasonable grounds or if it is necessary to preserve the rights or benefits of the Company, at least two (2) directors may jointly request the chairman to summon the Board of Directors meeting by providing the proposed matters and reasons for consideration. In this case, the chairman shall call for the meeting and fix the date within 14 days from the date of receiving the request thereof. In the event that the chairman fails to call and fix the date of Board of Directors meeting, the directors who make the request may jointly call and fix the date of the meeting within 14 days after the end of the period.

If there is no chairman of the Board of Directors for any reason, the vice chairman will call a meeting. If there is no vice chairman, at least two (2) directors may jointly call a meeting.

Chapter IV: Meeting of Shareholders

Article 36. The Board of Directors shall call a meeting of shareholders at least one (1) time a year at the location where the Company's head office is located or nearby province or at other places determined by the Board of Directors. This meeting shall be called "Ordinary Meeting" which shall take place within four (4) months of the last day of the fiscal year of the Company.

An ordinary meeting may be conducted via electronic means. In such case, the Company's head office shall be considered as the venue of the ordinary meeting.

Other meetings of shareholders shall be called "Extraordinary Meeting". The Board of Directors may call Extraordinary Meeting on the date, time and place that the Board of Directors deems appropriate. However, a duly written notice calling the meeting is required as prescribed in Article 37 of this Articles of Association.

A shareholder or shareholders, holding shares in aggregate of not less than 10% of the total number of shares sold, may, at any time, subscribe their names in a letter requesting the Board of Directors to call an extraordinary meeting; provided that reasons and objectives for such request shall be clearly stated in the said letter. In this case, the Board of Directors shall convene the shareholders meeting within 45 days from the date of receipt of such letter.

The extraordinary meeting may be conducted via electronic means and the Company's head office shall be considered as the venue of the shareholders' meeting.

Article 37. Regarding the summon for a shareholders' meeting, the invitation for the meeting shall be made in writing or done via electronic method by indicating the venue, date, time and agenda of the meeting and matters to be proposed to the meeting, including other details as may be expedient. The invitation shall also clearly specify whether it is the matter for acknowledgement, matter for approval or matter for consideration as the case may be, including the opinions of the Board of Directors in the said matters. Such invitation shall be submitted to shareholders in advance for at least seven (7) days before the date of the meeting and shall be advertised in newspapers for at least three (3) consecutive days before the date of the meeting. Such advertisement may be done via electronic means.

The Board of Directors may set the form of the shareholders meeting by allowing the meeting to be conducted via electronic means. In such case, the Company's head office shall be considered as the venue of the shareholders' meeting.

Article 39. A shareholder is entitled to authorize other persons as proxy to attend and vote at any meeting on his behalf by submitting the proxy form, designated by the registrar, signed by grantor, to the chairman or to the person designated by the chairman at the place where the meeting takes place before the proxy attends the meeting.

Granting a proxy may be done via an electronic means.

Chapter V: Dividend and Reserve Fund

Article 48. Announcement of dividend payment shall not be made unless the resolution of shareholders meeting or resolution of the Board of Directors in case of paying interim dividend be made.

The shareholders shall be notified in writing of such payment of dividends, and the notice shall also be published in a newspaper for three (3) consecutive days or advertised via electronic media and payment of dividends shall be made within one (1) month as from the date of the aforesaid resolution.

Article 50 Dividends shall not be paid other than out of profits. In the case where the Company still has an accumulated loss, no dividends shall be paid.

Such dividends shall be equally allocated for each share according to the number of shares unless otherwise provided regarding preferred shares.

In order to complete the registration of amendments to the Articles of Association of the bank, which may contain the amendments to the wordings or statements in the Articles of Association of the bank or in the application for registration according to the orders, recommendations or opinions of the registrar of the Department of Business Development, Ministry of Commerce, the meeting should consider authorizing the Board of Directors to amend the statements as necessary according to the recommendations of the registrar.

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to approve the amendments to the Articles of Association of the bank.

The meeting approved the amendments to the Articles of Association of the bank with votes of not less than three-fourths (3/4) of shareholders who attended the meeting as follows:

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

Agenda 8 To consider other matters

- None

The chairman opened the session for opinions and questions.

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

Meeting ended at 3.40 p.m.

Sign_____

(Dr. Vorapol Socratyanurak)

Chairman

Sign_____

(Ms. Chayawan Budsayalap Thaidech)

Company Secretary