

**LH BANK**ธนาคารแลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน)
LAND AND HOUSES BANK PUBLIC COMPANY LIMITED**Minutes of the No.1/2020 Extraordinary General Meeting of Shareholders****Land and Houses Bank Public Company Limited****Board Meeting Room, 5th Floor, Q House Lumpini Building****No. 1 South Sathon Road, Thungmahamek Sub-District, Sathon District, Bangkok****Thursday, 17 December 2020**

The meeting commenced at 4.30 p.m.

Attendees

| | | | |
|----|-------------------|---------------------|-----------------------------------|
| 1. | Mr. Rutt | Phanijphand | Chairman |
| 2. | Mr. Pradit | Sawattananond | Chairman of the Audit Committee |
| 3. | Mr. Somsak | Asavaphokee | Member of the Audit Committee |
| 4. | Prof. Dr. Supriya | Kuandachakupt | Member of the Audit Committee |
| 5. | Mr. Pichai | Dusdeekulchai | Member of the Audit Committee |
| 6. | Mr. Naporn | Sunthornchitcharoen | Member of the Executive Committee |
| 7. | Mr. Wu, | Kuo-Chin | Member of the Executive Committee |
| 8. | Ms. Chompoonoot | Pathomporn | President |

Attendees via Electronic Media Conference

| | | | |
|-----|-----------|------------|----------|
| 9. | Mr. Li, | Ming-Shieh | Director |
| 10. | Mr. Shih, | Jiing-Fuh | Director |

The chairman informed that these 2 directors were not able to attend the meeting in person. However, they joined the meeting via electronic media conference.

Absentee(s)

| | | |
|----|--------------|------------|
| 1. | Mr. Sirichai | Sombutsiri |
|----|--------------|------------|

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

The chairman introduced directors who attended this meeting and assigned Mr. Vichian Amornpoonchai, company secretary, to conduct the meeting as follows:

Agenda 1 To consider and adopt the minutes of 2020 Annual General Meeting of Shareholders

The company secretary proposed the meeting to adopt the minutes of the 2020 Annual General Meeting of Shareholders held on March 23, 2020. It has been sent out to shareholders through the invitation letter and disclosed through the bank's website. The Board of Directors considered that the minutes of the 2020 Annual General Meeting of Shareholders have been recorded correctly.

No shareholders proposed any amendment of the minutes of the meeting.

The company secretary proposed the meeting to adopt the minutes of the 2020 Annual General Meeting of Shareholders.

The meeting has considered and adopted the minutes of the 2020 Annual General Meeting of Shareholders 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 2 To approve the issuance and offering of Tier-2 subordinated debentures

The company secretary proposed the meeting to approve the issuance and offering of Tier-2 subordinated debentures in the amount of Baht 2,400.0 million with 10-year tenor to replace the existing Tier-2 subordinated debentures of Baht 4,000 million that the bank planned to redeem in 2021, and to manage the cost of fund and maintain the capital level. The redemption of the existing debentures and the issuance of the new ones required a consent from the Bank of Thailand. Details are illustrated below.

| | |
|--|---|
| Issuer | Land and Houses Bank Public Company Limited |
| Type of Debt Instruments | Tier-2 subordinated debentures in the type that specifies the name of holders, unsecured subordinated debt, no proxy holder of fixed income fund, with ability to tolerate the loss of the issuer when the issuer has the operating results indicating that the issuer cannot continue its operation. This amount can be written off as bad debt (in whole or in part) once the regulator decides to provide financial assistance to the issuer according to the regulations of the Bank of Thailand. |
| Objective | To replace the existing Tier-2 subordinated debentures |
| Total Credit Line | Not exceeding 2,400 million Baht |
| Currency | Thai Baht |
| Coupon Rate | Depending on market condition |
| Tenor | 10 years from the date of issuance |
| Offering Method | Institutional investors and/or big investors |
| Redemption of Debentures before Maturity | 5 years from the date of issuance with the consent from the Bank of Thailand to redeem the debentures before maturity without consent from holders |

President or any person assigned by the president has authority to set conditions, criteria, limitation, and other details critical and relevant to the issuance and offering such as coupon rate, offering period, size, tenor, principal repayment method, allocation method, and any actions required for the success of issuance and offering such debentures.

No more questions from shareholders.

The company secretary proposed the meeting to approve the issuance and offering of Tier-2 subordinated debentures.

The meeting considered and approved the issuance and offering of Tier-2 subordinated debentures with votes of not less than three-fourths (3/4) 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 other matters

- None

The chairman opened the session for questions or comments from the shareholders.

There were no more matters for consideration. The chairman thanked the shareholders for their attendance and announced the meeting closed.

The meeting was adjourned at 4.50 p.m.

- Rutt Phanijphand -

(Mr. Rutt Phanijphand)

Chairman

- Vichian Amornpoonchai -

(Mr. Vichian Amornpoonchai)

Company Secretary