

Principle 4 Ensure Effective CEO and People Management

The Board of Directors has appointed a Nomination and Remuneration Committee to clearly and transparently nominate and remuneration the directors and the President which consistent with the roles and the responsibilities. The remuneration of directors must be approved by the shareholders' meeting and disclosed in the annual report.

The Nomination and Remuneration Committee will select and screen the qualified persons with knowledge, ability and experience in various fields. Have a good understanding of the company's business, including the economy, the law and the others by considering the necessity of the organization and the good corporate governance. However, the Nomination and Remuneration Committee will listen to the suggestions of the minority shareholders which nominating the persons who should be nominated by election to be the Directors or Independent Directors of the bank. The bank has given the opportunity for the shareholders to nominate the candidates to be elected as the Directors at the Annual General Meeting of the shareholders in accordance with the criteria that established by the bank.

Nomination of the Directors and the Highest Executive

Regarding to the criteria in the nomination of the bank's directors, the nomination and remuneration committee will propose the Board of Directors to consider the appointment of directors and/or independent directors, in case of vacancy from other cause rather than completing the term or for proposing to the shareholder's meeting in order to elect the directors and/or independent directors in case of completion the term or election of the new directors.

The criteria for nomination and appointment of the Independent Director, such person must have the qualifications of the independent director as required by the bank which is in accordance with the Notification of the Capital Market Supervisory Board and it is in line with the Good Corporate Governance Policy.

Regarding to the criteria in nominating the bank's top executives, the nomination and remuneration committee will consider nominating the persons with the proper competence and qualification by considering the ethics and the honesty in the positions of the top executives including the president. The basic factors that used for consideration are the qualification, the knowledge, and the experience in the financial field. The selected persons should have the idea and vision of management in the same direction to the Board of Directors in order that the operation of the organization can successfully achieve the goal. The nomination and remuneration committee will propose the selected persons to the Board of Directors for considering the nomination.

Remuneration of the Directors and the Executives

- The Nomination and Remuneration Committee chaired by the independent directors, to lay down the policies, methods and criteria in remunerating the directors and the president in a fair and transparent manner which links to the company's operating results and the performance of each director in line with industry's standards. The remuneration, which must be high enough to retain the directors with desirable qualifications.
- Directors' remuneration is fixed by the shareholders' meeting in pecuniary and other forms considered and proposed by the Nomination and Remuneration Committee. Remuneration consideration was taken on the basis of general practices of the industry taking in account work experience, knowledge and competencies, duties and responsibilities, including directors' contributions made towards the company, in comparison to SET listed companies in similar industries and businesses and to a listed companies average according to a survey report on remuneration rates for directors of listed companies by the Thai Institute of Directors. The rates of remuneration for the directors approved by the 2017 Annual General Meeting held on March 20, 2017 and remuneration amounts and other compensation for the directors in 2017 are disclosed in the annual report.

Development of the Directors, the Executives and the Employees

- The bank pays attention to increase efficiency in the company's board of directors performance by having the policy to encourage its directors, executives, employees, and secretary work, performance supervision, internal control, and corporate governance support staff to attend outside and in-house seminars as a regularly promoted development and enhancement of their skills, knowledge and competencies to accommodate both short- and long-term business growth, such as training courses held by the Institute of Directors, Office of the Securities and Exchange Commission, Stock Exchange of Thailand, and Thai Listed Companies Association, etc. In the year 2017, the directors attended the training seminars as follows:

Name of Directors	Training Seminars Program
<p>1. Mr. Rutt Phanijphand Chairman of the Board of Directors</p>	<ul style="list-style-type: none"> - A Review of Mid-Year of 2017 Plan and Budget Meeting Arranged by LH Financial Group Public Company Limited Date: July 22, 2017 Venue: Sukhumvit Room, Sheraton Grande Sukhumvit, Bangkok - Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel - Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand
<p>2. Mr. Phairoj Hengsakul Independent Director Chairman of the Audit committee Chairman of the Corporate Governance Committee</p>	<ul style="list-style-type: none"> Thailand's Eastern Economic Corridor (EEC) Seminar - Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel - Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand
<p>3. Mr. Adul Vinaiphath Independent Director Chairman of the Remuneration and Nomination Committee Member of the Audit Committee Member of the Corporate Governance Committee</p>	<ul style="list-style-type: none"> - Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel - Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand
<p>4. Mr. Somsak Assavapokee Independent Director Member of the Audit Committee Member of the Corporate Governance Committee</p>	<ul style="list-style-type: none"> - Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel - Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand

<p>5. Asso.Prof.Dr. Supriya Kuandachakupt Independent Director Member of the Audit Committee Member of the Corporate Governance Committee Member of the Remuneration and Nomination Committee</p>	<p>- Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel</p> <p>- Annual Seminar of 2017 "Business in the Age of Variation" Arranged by EY Office Limited Date: November 22, 2017 Venue: Crystal Hall Room, The Athenee Hotel</p> <p>- Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand</p>
<p>6. Mr. Sirichai Sombutsiri Chairman of the Executive Committee</p>	<p>- A Review of Mid-Year of 2017 Plan and Budget Meeting Arranged by LH Financial Group Public Company Limited Date: July 22, 2017 Venue: Sukhumvit Room, Sheraton Grande Sukhumvit, Bangkok</p>
<p>7. Mr. Naporn Sunthornchitcharoen Director</p>	<p>- A Review of Mid-Year of 2017 Plan and Budget Meeting Arranged by LH Financial Group Public Company Limited Date: July 22, 2017 Venue: Sukhumvit Room, Sheraton Grande Sukhumvit, Bangkok</p>
<p>8. Mr. Wu Kuo-Chin Director</p>	<p>- Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel</p> <p>- Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand</p>
<p>9. Mr. Shih Jiing-Fuh Director</p>	<p>- Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel</p>

<p>9. Mrs. Sasitorn Phongsathorn President</p>	<ul style="list-style-type: none"> - A Review of Mid-Year of 2017 Plan and Budget Meeting Arranged by LH Financial Group Public Company Limited Date: July 22, 2017 Venue: Sukhumvit Room, Sheraton Grande Sukhumvit, Bangkok - Thailand's Eastern Economic Corridor (EEC) Seminar Arranged by Land And House Bank Public Company Limited Date: October 7, 2017 Venue: Mandarin A Room, Mandarin Hotel - Cyber Resilience Leadership Seminar Arranged by the Bank of Thailand Date: November 23, 2017 Venue: Phatara Ruamjai Room, the Bank of Thailand
--	---

Orientation Program for New Directors

- The bank holds orientation meeting for new directors by arranged the briefings on the vision, mission, performance, strategies and key business targets including nature of business and documents are also provided to new directors for performing their duties and studying the additional information.

Succession Plan for Replacement of Executives and Key Positions

- On the purpose of preparing the bank for the importance position in the future. The bank has developed successors by provided programs for top executives, provided the successors to attend the Executive Directors Committee and the Executive Committee meeting and assigned as the bank's representative for many operation. Such the develop plan, the purpose is to ensure stability and continuity of the bank business operation and to ensure that the bank has the preparation of staff for the importance position of the bank business operation.
- The bank has provided the Management Development Program Workshop for developing the executives in the future plan. The program has learned in 4 dimensions, namely, Visionary Leadership, Leadership Role & Situational Leadership, Change Leadership and Management & Developing People.