

**LH BANK**ธนาคารแลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน)  
LAND AND HOUSES BANK PUBLIC COMPANY LIMITED*(Translation)***Minutes of the 2026 Annual General Meeting of Shareholders****Land and Houses Bank Public Company Limited****Board Meeting Room, 5<sup>th</sup> Floor, No.1, Q.House Lumpini Building****South Sathon Road, Thungmahamek, Sathon, Bangkok, Thailand 10120****Monday, 23 March 2025****Meeting started at 3 p.m.****Directors attending in person**

1. Mr. Lee,	Yu-Chou	Chairman
2. Dr. Supriya	Kuandachakupt	Vice Chairman Independent Director
3. Mr. Pradit	Sawattananond	Chairman of the Audit Committee
4. Mr. Pichai	Dusdeekulchai	Independent Director
5. Mr. Naporn	Sunthornchitcharoen	Director
6. Mr. Vichian	Amornpoonchai	Director
7. Mr. Shih,	Jiing-Fuh	Chief Executive Officer and President
8. Mr. Liao,	Jen-Wen	Director

**Director attending via Electronic Media Conference**

9. Prof. Piphob	Veraphong	Independent Director
10. Mr. Rutt	Phanijphand	Director

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, 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 invitation letter 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 for the year 2025**

The company secretary reported to the shareholders meeting to acknowledge the bank's performance for the year 2025 as shown in the 2025 annual report, which has been sent out together with the meeting invitation letter as follows:

In 2025, the bank posted the net profit of Baht 2,655.1 million, increased by Baht 644.8 million or 32.1 percent from 2024 as a result of the decrease in expected credit losses in the amount of Baht 642.1 million or 50.0 percent from 2024.

Operating income amounted to Baht 8,339.0 million, increased by Baht 695.3 million or 9.1 percent from 2024.

Other operating expenses amounted to Baht 4,403.3 million, increased Baht 544.7 million or 14.1 percent from 2024, due mainly to the increase in employee's expenses and premises and equipment expenses.

Capital adequacy ratio at 17.272 percent, which was higher than the minimum requirement of 11.000 percent prescribed by the Bank of Thailand. It also increased from 15.222 percent of the capital adequacy ratio as of 31 December 2024.

Tier-1 capital ratio to risk assets was 15.245 percent, which was higher than the minimum requirement of 8.500 percent prescribed by the Bank of Thailand.

By the end of 2025, Land and Houses Bank Public Company Limited had a total of 71 branches, equivalent to 2024

The meeting acknowledged the bank's performance for the year 2025.

**Agenda 2 To consider and approve the statements of financial position and the statements of comprehensive income for the year ended December 31, 2025**

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, 2025, which was consented by the Audit Committee, audited and certified by the certified public accountants as follows:

In 2025, the bank had the total asset of Baht 392,915.2 million, increased by Baht 52,469.3 million or 15.4 percent from 2024, due mainly to the increase in loans to customers and accrued interest - net and interbank and money market items - net.

Net loans to customers of deferred revenue (Interbank and money market items included) were Baht 338,573.7 million, increased by Baht 44,946.2 million or 15.3 percent from 2024. Most of them came from conglomerate & corporate loans accounting for 51.8 percent, followed by commercial & SME loans accounting for 26.5 percent of total loans.

Net investments had a book value of Baht 50,190.7 million, increased by Baht 7,462.5 million or 17.5 percent from 2024, due mainly to the increase in investments in debt instruments measured at fair value through other comprehensive incomes.

Total liabilities were Baht 351,860.3 million, increased by Baht 49,377.9 million or 16.3 percent from 2024, mainly from the increase in deposits.

The bank recorded the deposits of Baht 318,013.3 million, increased by Baht 38,105.6 million or 13.6 percent from 2024, due mainly to the increase in savings deposits.

Owners' equity was Baht 41,054.9 million, increased by Baht 3,091.4 million or 8.1 percent from 2024.

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to vote on the statements of financial position and the statements of comprehensive income for the year ended December 31, 2025.

The meeting approved the statements of financial position and the statements of comprehensive income for the year ended December 31, 2025 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 2025 to the statutory reserve and dividend payment**

The company secretary proposed the shareholders meeting to approve the allocation of net profit for the year 2025 to the statutory reserve and dividend payment. According to the performance ended December 31, 2025, the bank posted the net profit of Baht 2,655,077,912.07 without retained losses and, therefore, allocated a portion of its annual net profit to the statutory reserve or not less than 5 percent. The bank has enough cash flow and profits to pay dividend according to the dividend payment policy. The bank, therefore, proposed shareholders meeting to approve as follows:

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1. Allocated the 2025 net profit to the statutory reserve totaling Baht 133,000,000.00, accounting for at least 5 percent of the annual net profit. The bank previously allocated its net profit of Baht 95,300,000.00 to the statutory reserve. This time, it is deemed appropriate to set aside an additional net profit of Baht 37,700,000.00 to the statutory reserve.

(As of December 31, 2025, the bank has set aside a statutory reserve of Baht 1,297,600,000, accounting for 6.49% of the registered capital.)

2. Paid cash dividend at Baht 0.25 per share, totaling Baht 500,000,000.00. The dividend payment will be made on April 10, 2026.

Furthermore, the bank paid a cash interim dividend at Baht 0.55 per share, totaling Baht 1,100,000,000.00 on December 4, 2025. Combined with dividend payment of Baht 0.25 this time, the total dividend paid is Baht 0.80 per share, amounting to Baht 1,600,000,000.00.

There were no questions from any shareholders.

The company secretary proposed the shareholders meeting to vote on the allocation of net profit for the year 2025 to the statutory reserve and dividend payment.

The meeting approved the allocation of net profit for the year 2025 to the statutory reserve and 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		

#### **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 2026, 4 directors retired by rotation, namely;

1. Mr. Pradit Sawattananond Independent director  
Chairman of Audit Committee  
Member of Sustainability and Corporate Governance Committee  
Member of Nomination and Remuneration Committee

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2. Prof. Piphob	Veraphong	Independent director Chairman of Sustainability and Corporate Governance Committee Chairman of Nomination and Remuneration Committee Member of Audit Committee
3. Mr. Vichian	Amornpoonchai	Director
4. Dr. Supriya	Kuandachakupt	Independent Director Vice Chairman Chairman of Risk Oversight Committee Member of Audit Committee Member of Sustainability and Corporate Governance Committee Member of Nomination and Remuneration Committee

The Board of Directors, excluding the directors who had conflicts of interest in this matter, considered the proposal from the Nomination and Remuneration Committee and deemed it appropriate to propose to appoint the 3 directors who will retire in the 2026 Annual General Meeting of Shareholders for another term namely, Mr. Pradit Sawattananond, Prof. Piphob Veraphong, and Mr. Vichian Amornpoonchai, and appointed Ms. Nidaporn Assawateerakiat as independent director to replace Dr. Supriya Kuandachakupt because they are qualified with sound knowledge, abilities and experiences in various fields, having understanding in finance, banking, economy, law and others by taking into account the necessity of the organization and good corporate governance. They also met the qualifications of directorship according to relevant laws and the bank's Articles of Association as well as the qualifications of independent directors according to relevant laws and the bank's Articles of Association.

The biographies of the 4 directors had already been sent to the shareholders together with the invitation letter in advance.

There were no questions from any shareholders.

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

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1. Mr. Pradit Sawattananond

The meeting considered and approved to appoint Mr. Pradit Sawattananond to be the 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. Prof. Piphob Veraphong

The meeting considered and approved to appoint Prof. Piphob Veraphong to be the 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 considered and approved to appoint Mr. Vichian Amornpoonchai to be the 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. Ms. Nidaporn Assawateerakiat

The meeting considered and approved to appoint Ms. Nidaporn Assawateerakiat to be the 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		

**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 had already considered the directors' remuneration based on the appropriateness, work experience, knowledge, abilities, dedications and benefits that they can contribute to the bank. The Board of Directors deemed it appropriate as follows:

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### 1. Directors' remuneration for the year 2026

**Table: Directors' remuneration for the year 2026 and 2025**

(Unit : Baht)

Position	Directors' Remuneration (per month)	
	2026	2025
	Chairman	<b>100,000</b>
Vice Chairman	<b>100,000</b>	100,000
Directors	<b>40,000</b>	40,000

### 2. Meeting allowance for the year 2026

**Table: Meeting allowance for the year 2026 and 2025**

(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 Sub-committees*	
	2026	2025	2026	2025	2026	2025	2026	2025	2026	2025	2026	2025	2026	2025
Chairman	<b>30,000</b>	30,000	<b>30,000</b>	30,000	<b>30,000</b>	30,000	<b>30,000</b>	30,000	<b>30,000</b>	30,000	<b>30,000</b>	30,000	<b>30,000</b>	30,000
Vice Chairman Director	<b>25,000</b>	25,000	<b>20,000</b>	20,000	<b>20,000</b>	20,000	<b>20,000</b>	20,000	<b>20,000</b>	20,000	<b>20,000</b>	20,000	<b>20,000</b>	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 necessary.

### 3. Directors' gratuity for the year 2025

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. Therefore, the Nomination and Remuneration Committee consented to the directors' gratuity in the total amount of not more than Baht 3,500,000, which is commensurate with their duties, responsibilities and workload. The allocation is subject to the discretion of the Board of Directors.

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#### 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 has the authority to consider the appropriateness and approve 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 vote on 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 2026

The company secretary proposed the shareholders meeting to approve the appointment of auditors and audit fee for the year 2026. The Board of Directors considered the proposal from the Audit Committee and deemed it appropriate to propose the shareholders to approve the appointment of KPMG Phoomchai Audit Limited as the bank's auditors in 2026 with the opinion that they have sound audit standards, work independently with accountability and audit the financial statements in a timely manner. In addition, the audit fee is commensurate with the scope of audit functions. The list of certified public accountants is as follows:

1. Ms. Orawan Chotiwiwiyakul CPA Registration No. 10566 and/or
2. Mr. Chokechai Ngamwutikul CPA Registration No. 9728 and/or
3. Ms. Thitima Pongchaiyong CPA Registration No. 10728 and/or
4. Mr. Jedsada Leelawatanasuk CPA Registration No. 11225

The audit fee for the year 2026 was Baht 6,250,000, increased by Baht 240,000 or 3.99 percent from the year 2025.

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It is deemed appropriate to delegate authority to the Board of Directors to consider the audit fee, which may increase in accordance with regulatory requirements, beyond the aforementioned audit fee, as appropriate.

In case the above auditors cannot 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 auditors 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 vote on the appointment of auditors and audit fee for the year 2026.

The meeting approved the appointment of auditors and audit fee for the year 2026 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 other matters**

- None

The chairman opened the session for opinions and questions.

There were no other matters for consideration. The chairman thanked the shareholders for their participation in the 2026 Annual General Meeting and announced the meeting closed.

**Meeting ended at 3.40 p.m.**

Sign\_\_\_\_\_

(Mr. Lee, Yu-Chou)

Chairman

Sign\_\_\_\_\_

(Ms. Chayawan Budsayalap Thaidech)

Company Secretary

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