

28 February 2017

Re. : Connected Transactions
Attn. : Director and Manager
The Stock Exchange of Thailand

Please be informed that the Board of Directors of Land and Houses Public Company Limited held on 28 February 2017, have resolved the connected transactions which attached here in.

Yours sincerely,

Mr. Adisorn Thananan-narapool
Managing Director

(Translation)

Report of information on connected transaction

Agreement of Advisory and Marketing Management

Contract date	After the Board of Directors' approval
The related parties	1. LH Mall & Hotel Co.,Ltd. (LHMH), the subsidiary which Land and Houses Plc. (LH) holds 100% shares, as "Employee" 2. Siam Retail Development Co., Ltd. (SRD) as "Employer"
Connected parties	Mr. Anant Asavabhokhin is a major shareholder of LH, holding 24% shares, and also a major shareholder of SRD, holding 27% shares.
Transaction type	LHMH will be employed to be an advisor to manage sales and marketing of SRD's properties for 3 years, from 1 March 2017 to 28 February 2020. The estimated transaction value, commission from tenants of shops and promotion area, will not exceed THB 200 million (exclusive of VAT).
Total transaction value	The transaction value is equal to 0.45% of net tangible assets calculated from the Company's financial statement as of 30 September 2016 reviewed by the auditor. The Company is required to get an approval from the Board of Directors and has to disclose the information to The Stock Exchange of Thailand.
Director who do not vote in the Board of Director meeting	Mr. Anant Asavabhokhin has not attended the meeting and has not voted on this agenda.
The Board of Directors' opinion	The Board of Directors considered that the said transaction is a general business term and reasonable, and make it useful for the benefit of the Company. Consequently, the Board of Directors approved the said transaction on 28 February 2017.
The Audit Committee's opinion	The Audit Committee have no different opinion from those of the Board of Directors.