

(Translation)

Date : 28 February 2017

Subject : Dividend Payment, Set Shareholders' Meeting Date

Attention : President

The Stock Exchange of Thailand

The Board of Directors' Meeting No. 1/2560 of Land & Houses Public Company Limited held on February 28, 2017 at 11.00 a.m. has resolved as follows:

1. That the Minutes of the Board of Directors' Meeting No. 9/2559, be certified.
2. That the annual dividend payment of Baht 0.65 per share from 2016's operations and the accumulated retained earnings. However since the board of directors had agreed and made the interim dividend payment Baht 0.35 per share so the balance of Baht 0.30 per share will be paid to shareholders on May 24, 2017. The record date to determine shareholders' names for the right to receive the dividend will be on May 9, 2017 and according to Clause 225 of Security and Exchange Act, the closing date of the share register book will be on May 11, 2017, be proposed to the Shareholders' Meeting for consideration and approval.
3. That the re-election of 1. Mr. Naporn Sunthornchitcharoen 2. Mr. Pakhawat Kovithvathanaphong and 3. Mr. Adisorn Thananan-narapool , who retire by rotation this year, to be the directors of the Company by the recommendation of the Board of Nomination and Compensation Committee , and be proposed to the Shareholders Meeting for consideration and approval.
4. That the directors' remuneration for the year 2017 in the amount of up to Baht 20,000,000 and authorised the Board of Directors in determining the amount of remuneration payable to each director, be proposed to the Shareholders' Meeting for consideration and approval.
5. That the appointment of Mr. Sophon Permsirivallop and/or Ms. Rungnapa Lertsuwankul and/or Ms. Pimjai Manitkajohnkit and/or Ms. Sumanun Panpongsanont of EY Office Limited as the Company's auditors for the year 2017 with remuneration of Baht 1,700,000, be proposed to the Shareholders' Meeting for consideration and approval.
6. That the issuance and offering for sale of additional revolving debentures of not exceeding 20 billion baht. This amount will be added up to the approved revolving debentures in 2014's Annual General Meeting of Shareholders of 40 billion baht, totaling not exceeding 60 billion baht, be proposed to the Shareholders' Meeting for consideration and approval with the following details:

<b>Amount</b>	:	Not exceeding 60 billion baht (Sixty billion baht) or the equivalents in other currencies.
<b>Maturity</b>	:	Not exceeding 10 Yrs.

<b>Type</b>	: Any other type of debentures such as; <ul style="list-style-type: none"> <li>- subordinated and/or unsubordinated</li> <li>- secured and/or unsecured</li> <li>- having and/or not having debentureholders' representative</li> </ul>
<b>Offering type</b>	: To be offer for sale to local investors and/or foreign investors by way of public offering and/or private placement and/or institutional investors having qualification as specified in the notification of the SEC, and entirely of partially within on or several times offering, as the Company deems appropriate
<b>Authority to determine terms and conditions</b>	: Mr. Adisorn Thananan-narapool and/or Mr. Naporn Sunthornchitcharoen were authorized to determine the details and terms of the debentures, types, guarantees, denominations, amounts, maturity, par value, sale prices, interest rates, call option and/or sale in secondary markets, put option, offering methods and periods based on the circumstances and as they deem appropriate. They were also authorised to appoint trustees and/or registrars and/or brokers and/or consultants and related parties, and to enter into contracts and/or other agreements with related parties to prepare and/or submit requests and applications and to register the debentures in secondary markets. They were also authorised to determine the criteria, conditions and relevant details and take any relevant action to achieve the objective within the frameworks of related regulations, criteria and laws.
<b>Revolving Basis</b>	: Be able to issue and offer for sale any type of additional debentures by the amount of the redemption or buy back within the limit mentioned above. The outstanding amount of the Company's existing debenture, which has not been redeemed, is an integral part of this project.

7. That the Annual General Meeting of Shareholders No. 1/2560 would be held on 27<sup>th</sup> April, 2017 at 13.30 p.m. at the Conference Room 1 located at 4<sup>th</sup> Floor, Q. House Lumpini Building, 1 South Sathorn Road, Kwaeng Tungmahamek, Khet Sathorn, Bangkok to consider the following agenda:
1. To certify the Minutes of the Annual General Meeting of Shareholders No. 1/2559.
  2. To acknowledge the report on the Company's operating results in respect for the year ended 31<sup>st</sup> December, 2016.
  3. To consider and approve the balance sheet and the profit and loss statements for the year ended 31<sup>st</sup> December, 2016.
  4. To consider and approve the appropriation of the profits, distribution of dividends and legal reserve for the year 2016.
  5. To consider and approve the appointment of directors replacing those retired by rotation.
  6. To consider and approve the remuneration to directors.
  7. To consider and approve the appointment of auditors and fix their remuneration.
  8. To consider and approve the issuance and offer for sale of additional revolving debentures of not exceeding 20 billion baht. This amount will be added up to the approved revolving debentures in 2014's Annual General Meeting of Shareholders of 40 billion baht, totaling not exceeding 60 billion baht.
  9. To consider any other business (if any).
8. To fix the record date to determine the right of the shareholders to attend the Annual General Meeting of Shareholders No. 1/2560 shall be on March 15, 2017 and the share register book will be closed on March 16, 2017 in respect to the section 225 of the Securities and Exchange Act.
- To fix the record date to determine the right to receive the dividend of 0.30 Baht shall be on May 9, 2017 and the share register book will be closed on May 11, 2017 in respect to section of 225 of the Securities and Exchange Act and the dividend will be paid on May 24, 2017.

Please acknowledge the above matters.

Yours sincerely,

Mr. Adisorn Thananan-narapool

Managing Director