



Guidelines for the Annual General Meeting of Shareholders Attendance via Electronic means

Identity Verification documents for meeting attendance, Appointment of Proxy, Requisition for Username and Password to attend the Annual General Meeting of Shareholders (E-Request), Voting Process and Voting Counting Procedures and the Announcement of Voting Results via Electronic means (E-AGM)

1) Identity Verification documents for meeting attendance

Shareholders or Proxies are requested to submit all necessary documents and proceed the procedure for submitting the request to attend the meeting via Electronic means in prior to the Annual General Meeting of Shareholders date. In case the submitted documents are incomplete, incorrect or in compliance with the requirements stated herein, the Company reserves the right to reject the registration.

For Individual Shareholders

1. **In case of attendance in person:** A copy of valid National Identification Card or Government Official Identity Card or Driving License or Passport (for non-Thais) certified true and correct by the shareholder. In case of a change of name, supporting documents are required.
2. **In case of appointment of a proxy:**
 - 2.1 The Proxy Form as attached to the Invitation to the Annual General Meeting of Shareholders, completely filled in and signed by the proxy grantor and the proxy.
 - 2.2 A copy of valid National Identification Card or Government Official Identity Card or Driving License or Passport (for non-Thais) of **the Proxy Grantor**, certified true and correct. In case of a change of name, supporting documents are required.
 - 2.3 A copy of valid National Identification Card or Government Official Identity Card or Driving License or Passport (for non-Thais) of **the Proxy**, certified true and correct. In case of a change of name, supporting documents are required.

For Juristic Person Shareholders

- 1 **In case of attendance in person by the authorized representative:**
 - 1.1 A copy of valid National Identification Card or Government Official Identity Card or Driving License or Passport (for non-Thais) certified true and correct by the director. In case of a change of name, supporting documents are required.
 - 1.2 A copy of the juristic person certificate of a shareholder (not longer than 1 Year from the issue date of the certificate), certified true and correct by the director authorized to represent the company, with a statement affirming the authority to act on behalf of the juristic person shareholder.



2 In case of appointment of a proxy:

- 2.1 The Proxy Form as attached to the Invitation to the Annual General Meeting of Shareholders, completely filled in and signed and sealed (if any) by the director authorized to represent the company, signed by the proxy grantor and proxy.
- 2.2 A copy of valid National Identification Card or Government Official Identity Card or Driving License or Passport (for non-Thais) of the **director authorized to represent the company**, certified true and correct. In case of a change of name, supporting documents are required.
- 2.3 A copy of the juristic person certificate of a shareholder (not longer than 1 Year from the issue date of the certificate), certified true and correct by the director authorized to represent the company, with a power of attorney (if any). The documents required must show a statement affirming that the person signing the Proxy Form has the authority to act on behalf of the juristic person shareholder.
- 2.4 A copy of valid National Identification Card or Government Official Identity Card or Driving License or Passport (for non-Thais) of **the Proxy**, certified true and correct by the proxy. In case of a change of name, supporting documents are required.

3 In case of Custodian in Thailand authorized to act on behalf of foreign investors as a depositary and administrator of shares.

- 3.1 Required documents are the same as specified for a juristic person under item 1 or 2.
- 3.2 In case of foreign shareholder authorizes custodian to sign the proxy form on his/her behalf, affixed documents of the following are required.
 - (1) Power of Attorney granted by the shareholder authorizing the custodian to sign the Proxy on his/her behalf.
 - (2) Letter certifying that the custodian, who signs the Proxy form, is permitted to engage in the custodian business.

In this regard, English translation is required to be attached for any original document which is not made in English and such translation must be certified true and correct by the shareholders or the juristic person representative.

2) Appointment of Proxy

According to Notification of the Department of Business Development Re: Prescription of Proxy Letter Forms (No. 5) B.E. 2550 (2007), there will be 3 forms of proxy for shareholders' meeting as follows:

- Proxy Form A: is a simple and general proxy form
- Proxy Form B: a proxy form which clearly specifies the items for which a proxy is granted
- Proxy Form C: is used exclusively in case of foreign shareholders appointing the custodian in Thailand to act as a depositary and administrator of shares.



The Company has provided the Proxy form B as specified by the Department of Business Development, Ministry of Commerce, for shareholders. Proxy form A, B, or C can be downloaded from the Company website, www.loxley.co.th, only one of the proxy form can be used.

The Office of the Securities and Exchange Commission has stipulated the Notification of the Capital Market Supervisory Board Tor Jor. 79/2564 regarding Criteria for the Proxy Solicitation to Attend the Meeting and Vote on the Shareholders' Behalf, dated December 29, 2021, effective from January 16, 2022. For more detailed informations can be downloaded from www.sec.or.th

The Shareholders who are unable to attend the Annual General Meeting of Shareholders via Electronic means (E-AGM) by themselves may appoint a proxy according to the following procedures:

- 1 Complete the Proxy Forms attached herewith or one of mentioned above. A shareholder who does not appoint the Custodian shall use either Proxy Form A or Form B.
- 2 Appoint a person or an independent director of the Company as a proxy by filling in the name and information required or marking the box in front of the name of an independent director from the proposed list on the Proxy to attend the meeting.
- 3 Allocation of shares to several proxies to vote in the meeting is not allowed. A shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by the shareholder. Authorizing less than the total number of shares is not allowed except for the Custodian appointed by foreign investors in accordance with Proxy Form C.
- 4 Please affix stamp duty of 20 baht in the proxy form. For convenience of shareholders, the Company has provided stamp duty along with the proxy form provided.
- 5 Appointment of Proxy to attend the meeting.
 - 5.1 In case of appointing other persons as a proxy to attend the Annual General Meeting of Shareholders via electronic media.

The shareholder or proxy shall proceed with item 1) Identity verification documents for meeting attendance, 2) Appointment of proxy, and submit the Meeting Attendance Request in advance to obtain the username and password for the meeting registration according to the Procedures for Submitting Meeting Attendance Request and **send the well-completed proxy form and supporting documents to the Company in advance of the scheduled meeting date.**

- 5.2 In case of appointing an independent director as a proxy to attend the Annual General Meeting of Shareholders via electronic media.

The shareholder shall proceed with item 1) Identity verification documents for meeting attendance, 2) Appointment of proxy, and **submit the well-completed proxy form and supporting documents to the Company in advance of the scheduled meeting date. No additional submission of the Meeting Attendance Request is required.**



- 6 Submit the original well-completed Proxy Form, and copies of supporting documents, certified true and correct, to the Office of Secretary, Loxley Public Company Limited, 102 Na Ranong Road, Klong Toei Sub-district, Khlong Toei District, Bangkok 10110, by Monday, 24 April 2024 to ensure orderly preparation for the meeting.

3) Submission of the Meeting Attendance Request

To attend the meeting, submission of the Meeting Attendance Request is required in advance to obtain username and password for meeting registration (1 email per 1 shareholders' ID). Shareholder and/or proxy holder can submit a request with required documents to attend the Meeting from 18 April 2024, 8.30 hrs. or until the Meeting adjourns. After verification and approval process, the shareholder will receive an approval notification email providing the username and password and a link to attend the meeting (1 email per 1 shareholders' ID). Attendees will be allowed to enter the e-meeting system on 25 April 2024, from 11:30 p.m. onwards

4) Voting Process, Voting Counting Procedures and the Announcement of Voting

Voting Criteria

General Agenda:

1. The Annual General Meeting of Shareholders shall be held via Electronic means (E-AGM). Voting in each agenda item shall be made via Inventech Connect system, where one share shall equal one vote. A shareholder or a proxy shall cast all the votes to only one of approve, disapprove or abstain. The votes on each agenda item cannot be divided (except voting of the Custodian).
2. In case of proxy
 - 2.1 In case the shareholder specifies the determination in the Proxy Form, the votes will be recorded. The proxy will not be required to vote during the meeting.
 - 2.2 In case the shareholder does not specify the determination, or the determination is unclear in any agenda item, or the Meeting considers or resolves any agenda other than that specified in the proxy Form, or there is any change or increment of fact, the proxy shall be authorize to consider and vote on such matter as he/she deems appropriate.

Agenda on Election of Directors:

In accordance with Article 16 of the Company's Articles of Association, the election of directors shall be proceeded according to the following procedures:

- (1) A shareholder or proxy shall have one vote for each share
- (2) A shareholder may use all his/her votes under (1) to elect one or more candidates nominated for directors but cannot divide the votes to any person to any extent.



- (3) The persons receiving the highest votes in the respective order of the votes shall be elected as directors until all of director positions that are to be elected at such meeting are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be made by the Chairman of the Meeting who shall have a casting vote.

Voting Process:

- (1) The Chairman of the Meeting shall propose the shareholders to consider and cast their vote for the agenda item by asking the shareholders or proxies to vote via Inventech Connect system. For the director election agenda item, voting for each director individually will be provided.
- (2) For voting, a shareholders or proxy is required to choose the agenda item, the system will show options as 1. Approve 2. Disapprove 3. Abstain, only one option is acceptable. (except for the case of Custodian whereby the allotment of votes is allowed as specified in the Proxy Form)

Remark: If nothing is selected, the system will consider the votes as "Approve". The votes may be changed until the voting in such agenda item is closed.

Resolution of the Meeting

- (1) In general case, the majority of votes shall be deemed a resolution except as stated otherwise by law. In case of a tie of vote, the Chairman of the Meeting shall have a deciding vote.
- (2) In other case which the law or the Company's Articles of Association stipulated otherwise, the resolution shall conform to the law or the Company's Articles of Association which the Chairman shall inform the Meeting before voting in each agenda item.
- (3) A shareholder who has any special interest in a resolution, except for voting on the election of Directors, cannot vote on such resolution. A shareholder having special interest or proxy of such shareholder may be invited by the Chairman to temporarily leave the meeting.

Vote Counting Procedure and Announcement of the Results

Vote Counting Procedure will be informed by the Chairman of the meeting or the person assigned prior to the commencement of the agenda item. After the voting is closed, the system will count the votes of shareholders in each agenda item. The Announcement of voting results shall be made before end of the meeting.

The Company holds the 2024 Annual General Meeting of Shareholders via Electronic means (E-AGM) whereby the votes are cast via Inventech Connect system instead of the physical ballots. Hence, there will not be cases regarded as invalid ballots.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://serv.inventech.co.th/LOXLEY170120R/#/homepage> or scan QR Code and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 18 April 2024 at 8:30 hrs. and shall be closed on 25 April 2024 Until the end of the meeting.
3. The electronic conference system will be available on 25 April 2024 at 11:30 hrs. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 24 April 2024 at 17:00 hrs. to ensure orderly preparation.

Company Name: Loxley Public Company Limited

Department: Office of Company Secretary

Address: 102 Na Ranong Road, Klong Toei Subdistrict, Klong Toei District, Bangkok 10110

If you have any problems with the software, please contact Inventech Call Center



02-931-9143



@inventechconnect



The system available during 18 – 25 April 2024 at 08.30 a.m. – 05.30 p.m.

(Only on working day excluding public holidays and holidays)



Report a problem

@inventechconnect

Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
- Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
- 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting

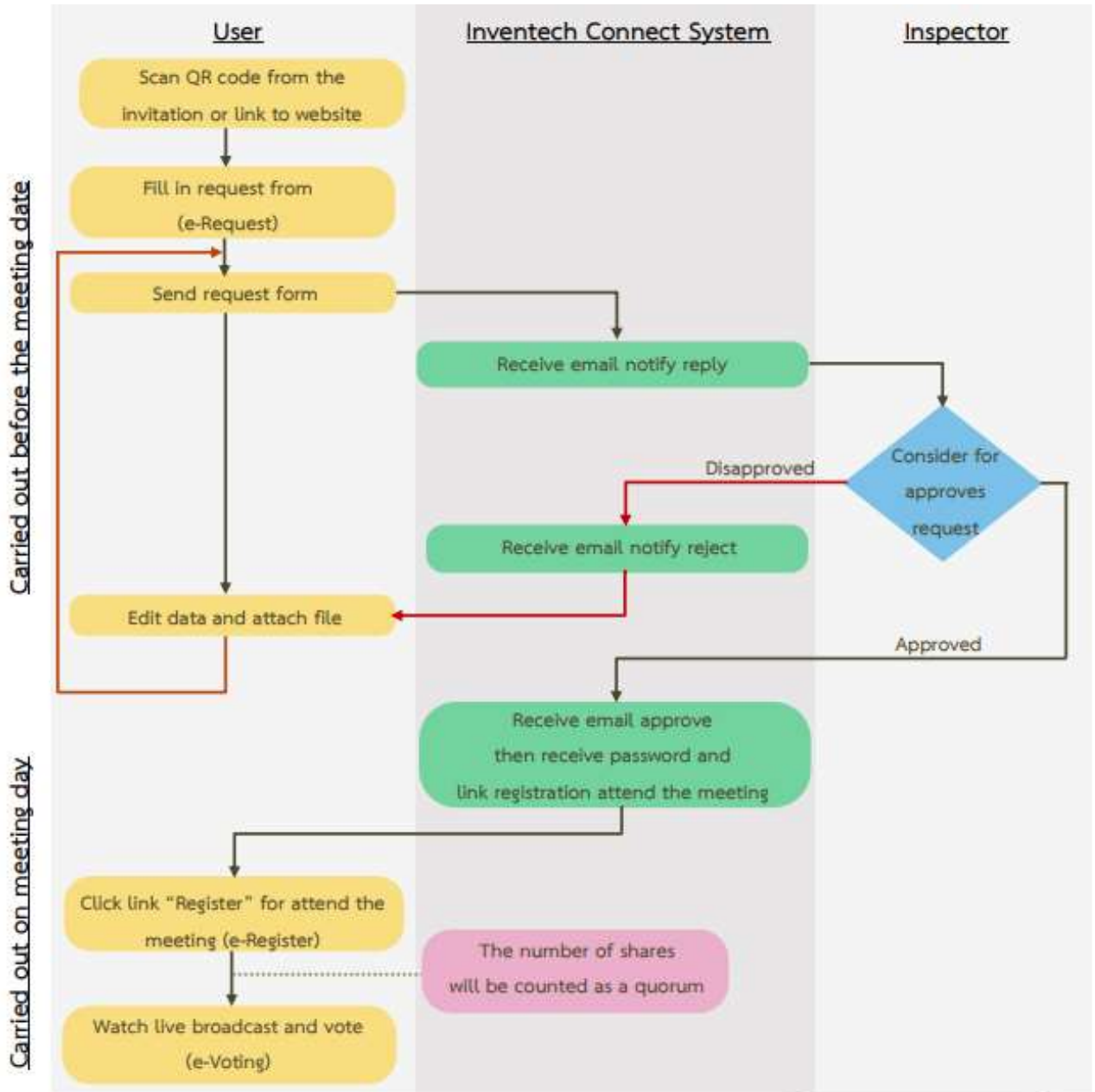


Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register for exit the quorum", the systems will be number of your shares out from the meeting base.