



Invitation to the 2025 Annual General Meeting of Shareholders

Loxley Public Company Limited
Friday, 25 April 2025 at 13:30 hours

Via Electronic Means (E-AGM) only

Electronic meeting system will be available at 11:30 hours onwards



2024 Annual Report
(Form 56-1 One Report)



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Documents



According to the Emergency Decree
on Electronic Meetings B.E. 2563



(Translation)

25 March 2024

Subject: Invitation to the 2025 Annual General Meeting of Shareholders

Attention: Shareholders of Loxley Public Company Limited

- Attachment:**
1. Profile of the nominated candidates for the election of Directors in replacement of those retiring by rotation for the year 2025 and Definitions of Independent Directors (Supporting consideration of Agenda 4)
 2. Profile of the Independent Directors proposed by the Company to act as proxy for shareholders
 3. Profile of Auditors proposed for the year 2025 (Supporting consideration of Agenda 6)
 4. Articles of Association of the Company relating to the Annual General Meeting of Shareholders
 5. Privacy Notice of Personal Data Protection
 6. Guidelines for the Annual General Meeting of Shareholders Attendance via Electronic Means (E-AGM)
 7. Proxy Form B (Proxy form A, B and C can be downloaded from the Company website)
 8. Requisition Form of Invitation to the 2025 Annual General Meeting of Shareholders and/or 2024 Annual Report (Form 56-1 One Report)
 9. Form for submission of questions in advance of the 2025 Annual General Meeting of Shareholders

The Board of Directors of Loxley Public Company Limited (“the Company”) resolved to call a General Meeting of Shareholder for the Year 2025 on Friday, 25 April 2025 at 13:30 hrs. via electronic means (E-AGM) only, pursuant to the Emergency Decree on Electronic Means Meeting B.E. 2563 (2020) and other related laws and regulations, to consider the following agenda:

Agenda 1 To acknowledge the Company’s operating results for the year 2024.

Facts and Reasons: The Report of operating results of the Company during 2024 is shown in the 2024 Annual Report (Form 56-1 One Report) which has been sent to the shareholders (in the QR Code) along with this Invitation Letter.

Board of Directors’ Opinion: The Board requests the Shareholders’ meeting to acknowledge the Company’s 2024 operating results.

Voting This agenda item does not require voting as it is to inform the meeting for acknowledgement.

Agenda 2 To consider and approve the annual Financial Statements for the year ended 31 December 2024.

Facts and Reasons: The Annual Financial Statement for the year ended 31 December 2024 has been audited and certified by the auditors and reviewed by the Audit Committee. Based on the auditor’s opinion, the consolidated and separate financial statements present fairly in all material respects and in accordance with Thai Financial Reporting Standards. The details of auditor’s conduct in accordance with auditing standards and the assessment of appropriateness of its financial statements are shown in the Independent Auditor’s Reports. The details of which are attached herewith in the Company’s 2024 Annual Report (Form 56-1 One Report) in QR Code format under



Financial Statements topic, attached with this Invitation Letter. Summary of Company's Financial Statements and its subsidiaries for the year ended 31 December 2024 is as follows:

(Unit: million Baht)

Items	Consolidated Financial Statements		Separate Financial Statements	
	2024	2023	2024	2023
Total assets	13,461.93	13,570.32	6,568.60	6,789.08
Total liabilities	7,203.59	7,222.30	2,779.12	2,895.87
Equity	6,258.33	6,348.02	3,789.48	3,893.21
Total revenue	11,446.37	11,235.65	3,383.35	4,172.63
Net profit (loss) (Owners of the parent)	50.23	359.11	58.91	181.66
Earnings (loss) per share (Baht/share)	0.02	0.16	0.03	0.08

Board of Directors' Opinion: It is considered appropriate to propose the Shareholders' meeting to approve the Annual Financial Statement for the year ended 31 December 2024, which has been audited by the Auditors and reviewed by the Audit Committee. The board has also endorsed the statements.

Voting: Resolution on this agenda item shall be approved by a majority of total number of votes of the shareholder present at the meeting and casting their votes.

Agenda 3 To consider and approve the allocation of net profit as a legal reserve and the dividend payment for the operating results for the year 2024.

Facts and Reasons:

- 1) According to the dividend payment policy, the Company may consider paying out dividend of at least 40% of its net profits on the separate financial statements after deduction of payment of corporate income tax and all reserves as required by laws and stated in the Company's Articles of Association. The Company will take in consideration its operating results as well as financial status, cash flow, investment plans, business plan and other conditions and limitations (if any).
- 2) In addition, under Section 116 of the Public Limited Companies Act B.E. 2535, the Company shall allocate not less than five percent of the annual net profits as reserved fund, with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until the reserved fund reaches the amount of not less than ten percent of the registered capital.
- 3) In 2024, the Company's separate financial statements indicate that the Company had a net profit of Baht 58,911,388. As a result, the Board of Directors has the resolution to allocate the Company's net profit as a legal reserve in the amount of Baht 2,946,000 which is five percent of the annual net profit and to approve the dividend payment for the year 2024 performance at the rate of Baht 0.03 per share. The dividend payment shall be made from the net profit of the year

2024, after deducting corporate income tax and all legally required reserves, in the amount of 55,965,388 Baht, and from retained earnings in the amount of 11,983,260 Baht, resulting in a total dividend payment of 67,948,648 Baht, in accordance with the Company's dividend payment policy.

The Comparison of dividend payments of 2024 and 2023 is as follows:

Details of Dividend Payment	2024 (current proposal)	2023
Net profit (loss) on the separate financial statements (Baht)	58,911,388	181,660,663
Retained earnings (Baht)	587,642,843	690,224,299
Number of shares (Shares)	2,264,954,920	2,264,954,920
Allocation as legal reserves (Baht)	2,946,000	9,084,000
Dividend per share (Baht/Share)	0.03	0.07
Total dividend payment (Baht)	67,948,648	158,546,844
Dividends payout ratio (%)	115	87

In addition, the date for determining the names of shareholders who are entitled to receive dividends and who are eligible to attend the 2025 Annual General Meeting of Shareholders (Record Date) is 14 March 2025. Dividend payment was scheduled to be made on 20 May 2025. The aforementioned dividend payment remains uncertain as it is subject to approval by the Shareholders' meeting.

Individual shareholders will be subject to a 10% withholding tax and will not be eligible for a dividend tax credit, as the payment is made from net profit after deducting net losses carried forward for up to five years prior to the current accounting period.

The Board's Opinion: It is considered appropriate to propose the Shareholders' meeting to approve the allocation of net profit as a legal reserve and approve the dividend payment for the year 2024 performance.

Voting: Resolution on this agenda item shall be approved by a majority of total number of votes of the shareholder present at the meeting and casting their votes.

Agenda 4 To consider and elect directors to replace those retiring by rotation for the year 2025.

Facts and Reasons: In accordance with Section 71 of Public Limited Companies Act B.E.2535 and Article 17 of the Articles of Association of the Company, one-third of the directors have to retire from office by rotation at the Annual General Meeting of Shareholders. The directors who have longest been in the position shall retire but they may be re-elected and appointed to the Board. Currently, the Company has 12 directors, four directors who have to retire by rotation this year are as follows:

1. Mr. Dhongchai Lamsam Chairman of the Board and Nomination and Remuneration Committee member



- | | |
|------------------------------------|--|
| 2. Mr. Krisada Lamsam | Director |
| 3. Mr. Petch Wanglee | Director and Risk Management Committee member |
| 4. Mrs. Nattaporn Phan-Udom, Ph.D. | Independent Director and Chairman of the Audit Committee |

The Company allowed shareholders to propose agenda and nominate qualified candidates having no prohibited characteristics for election as the Company's director under the nomination procedure as disclosed via the Stock Exchange of Thailand's channel and also on the Company's website, from 1 October 2024 – 31 December 2024. There was not any proposal from the shareholders.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee's Meeting No. 1/2025, held on 25 February 2025, excluding the directors to be retired by rotation, thoroughly considered of the individual qualifications of the candidates nominated by the Directors and chartered directors from the Thai Institute of Directors Association (IOD) in accordance with the director nomination guidelines and advice from the Office of the Securities and Exchange Commission (SEC), considering the qualifications of each person thoroughly, prudently and cautiously and taking into account of the diversity in the Board structure together with the qualifications, knowledge and expertise of the Board (Board Skill Matrix) to be in line with the Company's business strategy; therefore resolved unanimously to propose for the Board of Directors' consideration of four retiring candidates to be nominated as the Directors for another term, of which four candidates have qualifications in accordance with relevant regulations and suitable for the business of the company.

Board of Directors' Opinion: The Board of Directors, excluding the directors to be retired by rotation at the 2025 Annual General Meeting of Shareholders, has extensively discussed and thoroughly considered all the four candidates nominated by the Nomination and Remuneration Committee as well as the qualification of each candidate who is qualified with knowledge, abilities, expertise in pursuant to the Company's Board Skills Matrix, attributes of leadership, exemplary vision, good morals and ethical principles, of which all four candidates are qualified pursuant to all relevant rules and regulations, fit to conduct the businesses of the Company and well perform their duties during the term of office, and the independence of the nominated person was also reviewed. The Board of Directors, thus, unanimously resolved to propose the four qualified candidates to Shareholders' meeting for the election to be the directors for another term namely, 1) Mr. Dhongchai Lamsam 2) Mr. Krisada Lamsam 3) Mr. Petch Wanglee Mrs. and 4) Nattaporn Phan-Udom, Ph.D. Candidate No. 4) meets all the qualifications to be proposed as an independent director.

In this regard, the Board of Directors has carefully considered and determined that the nominated individual for the position of independent director meet all the qualifications required by relevant laws and regulations governing independent directors, fully comply with the criteria set by the Securities and Exchange Commission, the Company's Articles of Association, and other applicable regulations.

Additionally, Candidate No.2 has been serving as an independent director of the Company for no more than nine consecutive years since her initial appointment and possess in-depth knowledge and understanding of the Company's business, have no affiliations or business relationships with the Company, and can provide independent opinions and valuable recommendations that have consistently benefited the Company's operations. Therefore, the candidate is fully qualified and suitable to continue serving as independent director.

Furthermore, all four aforementioned directors do not occupy any directorships or management positions in other entities which might lead to a conflict of interest with the Company. Profiles of the candidates are provided herein Attachment No. 2. The Board of Directors, therefore, deemed it appropriated to proposes the Shareholders' meeting to consider re-electing the retiring directors to resume their office as directors and independent director for another term.

Voting: Resolution on this agenda item shall be approved by a majority of total number of votes of the shareholder present at the meeting and casting their votes.

Agenda 5 To consider and approve the remuneration of the directors for the year 2025.

Facts and reasons: In accordance with Section 90 of Public Limited Companies Act B.E.2535 and Article 14 of the Articles of Association of the Company, the Company's directors are eligible to receive remuneration in the form of meeting allowance, per diem and bonus.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee at the meeting No. 1/2025 on 25 February 2025 considered the remuneration of the Board of Directors and the sub-Committees carefully, by taking into account the suitability in various aspects namely the Company's business performance, role and responsibilities of the Board of Directors and sub-committees, and the rate compared with other companies in the same industry and business size, as well as the average of listed companies from the director's remuneration survey report conducted by the Thai Institute of Directors (IOD). The Nomination and Remuneration Committee that thoroughly considered of the fair and reasonable remuneration to retain directors in observance of good corporate governance practice, deemed it appropriate to propose the retention of remuneration of the Directors and Sub-committee for the year 2025 in the form of meeting allowance with the same criteria and rates of the year 2024, with no additional special compensation or other benefits, as well as the payment of the directors' bonuses.

Board of Directors' Opinion: The Board of Directors concurred that the remuneration of the Directors and Sub-committee members shall be subject to the approval of the General Meeting of Shareholders year by year. With recommendation of the Nomination and Remuneration Committee, deemed it appropriated to propose the Shareholders' meeting to approve the retention of the remuneration of the Board of Directors and sub-committees for the year 2025, in accordance with the rules and rates of the year 2024, pay director's bonus and without any other special compensation or remunerations, after all due circumspection of various reference data such as roles and responsibilities of the Board of Directors and the Sub-committees, the Company's business performance and the rate compared with other leading

companies in the same industry, listed in the stock Exchange of Thailand. The proposed remuneration is as follows:

The Remuneration	2025 (Current Proposal)	2024
1. The Remuneration of the Board of Directors		
1.1 Meeting Allowance		
- Chairman	100,000 Baht/person/month	100,000 Baht/person/month
- Director	50,000 Baht/person/month	50,000 Baht/person/month
1.2 Bonus		
- Chairman	500,000 Baht/person	500,000 Baht/person
- Director	300,000 Baht/person	300,000 Baht/person
2. The Sub-Committees include the Audit Committee, the Nomination and Remuneration Committee, and the Risk Management Committee		
2.1 Meeting Allowance		
- Chairman	30,000 Baht/person/month	30,000 Baht/person/month
- Director	20,000 Baht/person/month	20,000 Baht/person/month
3. Other Remunerations	None	None

Voting Resolution on this agenda item requires the votes of not less than two-thirds of the total number of votes of shareholders present at the meeting.

Agenda 6 To consider and approve the appointment and the fixing remuneration of auditors for year 2025

Facts and Reasons: In accordance with Section 120 of Public Limited Companies Act B.E.2535 and Article 32 of the Articles of Association of the Company which stated that the appointment of the Company's external auditors and the audit fees must be approved at the Annual General Meeting of Shareholders annually.

The Audit Committee's Opinion: The Audit Committee, at the meeting No.4/2024 on 13 November 2024, resolved to select KPMG Phoomchai Audit Co., Ltd. to be the Company's auditing firm for the year 2025, KPMG has fulfilled the criteria of qualities which can be confident that its audit can proceed with speed, quality and creditability. In addition, considering the scope of works and the audit fee compared to other listed companies in the same level, it is assumed that KPMG's audit fee is proper.

Board of Directors' Opinion: The Board of Directors has been considered and concurred with the Audit Committee's resolution to propose the Shareholders' Meeting to approve the appointment of KPMG Phoomchai Audit Co., Ltd. as the Company's auditing firm and approve the fixing audit fees for the year 2025 as follows:

1. Mrs. Sasithorn Pongadisak CPA Registration No. 8802
Auditing during the past 5 years: -None- or
2. Mr. Veerachai Ratanajaratkul CPA Registration No. 4323
Auditing during the past 5 years: -None-, or



- 3. Mr. Sakda Kaothanthong CPA Registration No. 4628
Auditing during the past 5 years: -None-, or
- 4. Mr.Udomsak Busaraniphan CPA Registration No. 10331
Auditing during the past 5 years: -None-

Remarks: According to the Notification of the Capital Market Supervisory Board No. Tor Jhor. 75/2561 regarding rules, conditions and procedures for disclosure of information about the financial position and results of operations of the issuing Company (Issue Code) shall come into effective from 1 January, 2019 onwards, requiring the issuing company whose shares are listed on the Stock Exchange of Thailand to arrange for rotation of the auditor. In the event of any act and auditors express an opinion of the financial statements of the Company for the past seven fiscal years, whether consecutive or not. The Company will appoint such auditor as the Company's auditor after the period at least five consecutive fiscal years.

The above-mentioned auditors from KPMG Phoomchai Audit Limited are qualified with the guidelines of the Securities and Exchange Commission. The proposed auditing firm and auditors named in the above list have no relationship and/or conflict of interest with the Company/subsidiaries/the major shareholders or related persons to the said entities. Either of the above auditors will be assigned to audit and express opinions towards the financial statements of the Company. In case all of the said four auditors are unable to perform, KPMG Phoomchai Audit Co., Ltd. shall provide the Company with substituting auditors to audit and express opinions towards the financial statements of the Company. In addition, KPMG Phoomchai Audit Co., Ltd. also audits financial statements of the Company's subsidiaries for year 2025. The Board of Directors will provide support to ensure that KPMG Phoomchai Audit Co., Ltd. can finish the auditing in due time since it is a large scale audit firm, having sufficient and appropriate teamworks, including systematic audit plan. The profile of auditors and information representing the auditors' independence are in Attachment 3 . As proposed by the Audit Committee, it is agreed to propose the Shareholder's Meeting to approve the fixing audit fee for 2025 amounting at Baht 2,510,000, the same as the previous year. Details of the fixing remuneration as follows:

(Unit: Baht)		
Financial audit fee	2025 (Current Proposal)	2024
Annual audit fee for the Company' s Financial Statements and Quarterly Review fee	2,510,000	2,510,000
Non-audit Fee	none	none

The aforementioned audit fee excluded non-audit fee

Voting: Resolution on this agenda item shall be approved by a majority of total number of votes of the shareholder present at the meeting and casting their votes.

Agenda 7 To consider other businesses (if any)



All Shareholders are cordially invited to attend 2025 Annual General Meeting of Shareholders via Electronic means (E-AGM) on Friday, 25 April 2025 at 13:30 hrs. Shareholders wishing to attend the meeting in person or appoint any person as proxies, please refer to the Guideline for the Annual General Meeting of Shareholders Attendance via Electronic Media, per Attachment 6. Shareholder and/or proxy holder can submit an electronic request to attend the Meeting in advance, from 18 April 2025, 8.30 hrs. until the Meeting adjourns. After review documents accuracy, the Company will send the notification email to inform username, password and link to attend the meeting (1 email per 1 shareholders' ID). Attendees will be allowed to enter the e-meeting system from 11:30 hrs. onwards. In this regard, the Company has set the record date on 14 March 2025 to determine the list of shareholders who have the right to attend the General Meeting of Shareholders.

Yours Sincerely,

Loxley Public Company Limited

A handwritten signature in blue ink, appearing to read 'Manisara'.

(Mrs. Manisara Janewithayapun)

Company Secretary

By order of the Board of Directors

Note:

1. The Invitation to the 2025 Annual General Meeting of Shareholders (E-AGM) including all attachments and 2024 Annual Report (Form 56-1 One Report) are available to download from the Company's website at www.loxley.co.th under Investor section, Shareholders' meeting sub-section on 25 March 2025.
2. Shareholders are encouraged to submit questions in advance to the 2025 Annual General Meeting of Shareholders by Thursday, 24 April 2025, via channels provided. (Attachment No. 9)
3. For enquiries about E-AGM system/technical support, please contact:

Inventech Call Center Tel: 02-460-9228 (available on working days excluding public holidays and holidays, during 18 – 25 April 2025 from 08.30 hrs. to 17.30 hrs.)

For more information, please contact:

Office of Company Secretary, Loxley Public Company Limited.

Tel: 02-348-8575-6, (available on working days excluding public holidays and holidays)

Email: companysecretary@loxley.co.th

Profile of the nominated candidates for the election of new directors in replacement of those to be retired by rotation

1. Mr. Dhongchai Lamsam

Age: 78 years

Nationality: Thai

Position Proposed: Director

Current Position: Director, Chairman of the Board and
Nomination and Remuneration Committee Member



Years of Directorship: 32 years (Since 1 April 1993)

Education:

- Honorary Ph.D. Degree, Science, 2019, Chulalongkorn University
- Honorary Ph.D. Degree, Business Administration, 2012, Kasem Bundit University
- Bachelor of Science (Honors), Chemical Technology, Chulalongkorn University
- M.Sc. Industrial Engineering Illinois Institute of Technology, U.S.A.
- Advanced Management Program, Harvard Business School, U.S.A.

Training: - Director Accreditation Program 12/2004, Thai Institute of Directors Association (IOD)

Expertise: Business Administration, Organization Management, Sale and Marketing,
International Trading and Science

Nomination Principle: The nominated candidate is qualified pursuant to all relevant rules and regulations, and suitable for the company's businesses.

Directorship Qualifications according to applicable laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board: Yes

Dispute in the 10 Preceding Year: None

Shareholding in LOXLEY: 26,732,044 shares or 1.18%

Shareholding of Spouse or Underage Children: 10,068,513 shares or 0.44%

Family Relation with Other Directors: Uncle of Mr. Vasant Chatikavanij, Mr. Krisada Lamsam, and Mr. Suroj Lamsam, Father of Mr. Chalermchoke Lamsam

Board Member/Management in Other Listed Companies: None

Position in Other Non-Listed Companies/Organizations: (13)

2010-present - Director, Loxley Joint and Hold Co., Ltd.

2006-present - Chairman, Loxley Global Co., Ltd.

2004-present - Director, Green Natural Product Co., Ltd.

1995-present - Director, NS BlueScope (Thailand) Limited

1995-present - Director, NS BlueScope Lysaght (Thailand) Limited

1995-present - Director, NS BlueScope Services (Thailand) Limited

1994-present - Director, BP-Castrol (Thailand) Limited

- 1990-present - Managing Director, Ekpavee Co., Ltd.
- 1989-present - Director, Loxley Property Development Co., Ltd.
- 1981-present - President, Loxley International Co., Ltd.
- 1977-present - Director, Loxley Trading Co., Ltd.
- 1972-present - Director, Zin Suapah Co., Ltd.
- 1960-present - Director, Lamsam Estate Co., Ltd.

5-year Past Experiences and/or Remarkable Positions:

- 1996-2024 - Director, Thai Fiber Optics Co., Ltd.
- 2003-2021 - Director, Loxley GTECH Technology Co., Ltd.
- 2018-2019 - Chairman and Chairman of the Executive Board, Loxley Plc.
- 2017 - Chairman of the Executive Board, Loxley Plc.
- 1993-2016 - President, Loxley Plc.

Record of transactions which may result in conflict of interest or business competition against Loxley: None

Number of Attendance Meeting in 2024:

Meeting	Attendance of Meeting in 2024
Board of Directors Meeting	5 out of 7 / (71.43%)
Meeting of Nomination & Remuneration Committee	3 out of 3 / (100%)
2024 Annual General Meeting of Shareholders	1 out of 1 / (100%)

2. Mr. Krisada Lamsam

- Age: 60 years
- Nationality: Thai
- Position Proposed: Director
- Current Position: Director
- Years of Directorship: 7 years (Since 23 February 2018)



- Education:
 - Master of Arts, University of Oregon State, U.S.A.
 - Bachelor of Science, St. John Fisher College, Rochester, New York, U.S.A.
- Training: - Director Accreditation Program 2013, Thai Institute of Directors Association (IOD)
- Expertise: Business Administration, Finance, Banking, Insurance and Life Assurance
- Nomination Principle: The nominated candidate is qualified pursuant to all relevant rules and regulations, and suitable for the company's businesses.

Directorship Qualifications according to applicable laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board: Yes

Dispute in the 10 Preceding Year: None

Shareholding in LOXLEY: None

Shareholding of Spouse or Underage Children: None



Family Relation with other Directors: Nephew of Mr. Dhongchai Lamsam, Cousin of Mr. Vasant Chatikavanij,
Mr. Suroj Lamsam and Mr. Chalermchoke Lamsam

Board Member/Management in Other Listed Companies: None

Position in Other Non-Listed Companies/Organizations: (12)

2023-present – Director, Ekpavee Co., Ltd.

2018-present - Managing Director, Nithisa Co., Ltd.

2018-present - Managing Director, Lamsam Estate Co., Ltd.

2018-present - Managing Director, Pruethhada Co., Ltd.

2018-present - Director, Zin Suapah Co., Ltd.

2016-present - Chairman of the Board, SF Corporation Plc.

2016-present - Chairman of the Board and Chairman of Executive Board,
Meister Technik Co., Ltd. (Audi Thailand)

2016-present - Chairman of the Board and Chairman of Executive Board, Suplaor Co., Ltd.

2016-present - Chairman of the Board and Chairman of Executive Board, Autobliss Co., Ltd.

2013-present - Vice Chairman of the Board, MuangThai Group Holding Co., Ltd.

2011-present - Vice Chairman of the Board, Pruksa Clinic Co., Ltd.

2010-present - Vice Chairman of the Board, Muang Thai Life Assurance

5-year Past Experiences and/or Remarkable Positions:

2016-2020 - Director, Muang Thai Insurance Plc.

Record of transactions which may result in conflict of interest or business competition against Loxley: None

Number of Attendance Meeting in 2024:

Meeting	Attendance of Meeting in 2024
Board of Directors Meeting	6 out of 7 (85.71%)
Meeting of non-executive director	1 out of 1 (100%)
2023 Annual General Meeting of Shareholders	1 out of 1 (100%)

3. Mr. Petch Wanglee

Age: 62 years
Nationality: Thai
Position Proposed: Director
Current Position: Director and Risk Management Committee Member
Years of Directorship: 7 years (Since 23 February 2018)



Education:

- Master Degree in Business Administration, University of Babson College, U.S.A.
- Bachelor Degree in Business Administration, University of Hartford, U.S.A.

Training:

- Director Accreditation Program 158/2019, Thai Institute of Directors Association (IOD)
- Certificate Politics and Government in Democratic Systems for Executives Course, King Pradjadhipok's Institute 9/2005
- Certificate Government Joint Defence Course, Thailand National Defence College 22/2009
- Certificate Capital Market Academy Leader Program, Capital Market Academy 17/2013
- Certificate for Senior Executives at Energy Science, Thailand Energy Academy 11/2018
- Brain Program, The Federation of Thai Industries 4/2020

Expertise: Business Administration, Organization Management, Sale and Marketing

Nomination Principle: The nominated candidate is qualified pursuant to all relevant rules and regulations, and suitable for the company's businesses.

Directorship Qualifications according to applicable laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board: Yes

Dispute in the 10 Preceding Year: None

Shareholding in LOXLEY: None

Shareholding of Spouse or Underage Children: None

Family Relation with other Directors: None

Board Member/Management in Other Listed Companies: None

Position in Other Non-Listed Companies/Organizations: (17)

2023-present - Director, S T M S Co., Ltd.

2022-present - Director, Ekpavee Co., Ltd.

2021-present - Director, Pipatasin Co., LTD.

2018-present - President, Thanakorn Vegetable Oil Co., Ltd.

2015-present - Director, SMS Corporation Co., Ltd.

2014-present - Director, Sitthinan Co., Ltd.

2007-present - Director, Loxley Trading Co., Ltd.

2006-present - Secretary, Soybean and Rice Bran Oil Processor Association

2006-present - Director, Siam Modified Starch Co., Ltd.

- 2006-present - Director, Siam Quality Starch Co., Ltd.
- 2006-present - Director, C.E.S. Co., Ltd.
- 2004-present - Director, Poonphol Co., Ltd.
- 2004-present - Director, Poonudom Co., Ltd.
- 2003-present - Director, PPM Holding Co., Ltd.
- 2000-present - Director, Pirakit Co., Ltd.
- 1994-present - Director, Poonpipat Co., Ltd.
- 1991-present - Director, Rangsit Ruam Patana Co., Ltd.

5-year Past Experiences and/or Remarkable Positions:

- 2016-2017 - Senior Executive Vice President, Thanakorn Vegetable Oil Co., Ltd.
- 2012-2015 - Deputy Managing Director, Thanakorn Vegetable Oil Co., Ltd.

Record of transactions which may result in conflict of interest or business competition against Loxley: None

Number of Attendance Meeting in 2024:

Meeting	Attendance of Meeting in 2024
Board of Directors Meeting	6 out of 7 (85.71%)
Meeting of Risk Management Committee	4 out of 4 / (100%)
Meeting of non-executive director	1 out of 1 / (100%)
2024 Annual General Meeting of Shareholders	1 out of 1 / (100%)

4. Mrs.Nattaporn Phan-Udom, Ph.D.

- Age:** 66 years
- Nationality:** Thai
- Position Proposed:** Independent Director
- Current Position:** Independent Director and Chairman of the Audit Committee
- Years of Directorship:** 5 years (Since 14 August 2019)



- Education:**
 - Doctor of Philosophy Innovation Management, Suan Sunandha Rajabhat University
 - Executive Master of Business Administration, SASIN Institute of Administration of Chulalongkorn University
 - Advanced Diploma in Auditing, Chulalongkorn University
 - Bachelor of Accounting (Honors), Chulalongkorn University
- Training:**
 - Directors Certification Program 2016, Thai Institute of Directors Association (IOD)
 - The Role of the Chairman Program, Thai Institute of Directors Association (IOD)
 - Advanced Audit Committee Program (AACP 52/2024)
Thai Institute of Directors Association (IOD)
 - Successful Formulation & Execution of Strategy (SFE 46/2024)



- Thai Institute of Directors Association (IOD)
- Subsidiary Governance Program (SGP 10/2024)
- Thai Institute of Directors Association (IOD)
- Ethical Leadership Program 24/2021, Thai Institute of Directors Association (IOD)
- Advanced Certificate, Public Economic Administration for Senior Executives Program, King Prajadhipok's Institute
- Certificate, Capital Market Academy Program
- Diploma, Advanced Security Management Program, National Defence College Association under Royal Patronage
- Certificate Program, Politics and Governance in Democratic Systems for Executives, King Prajadhipok's Institute
- Certificate Program in Medical Governance for Executives, King Prajadhipok's Institute and Medical Council
- Digital Asset which Affecting Listed Companies Operation, Thai Institute of Directors Association (IOD)
- Risk Management Corresponding to the COSO ERM 2017 Framework, Federation of Accounting Professions

Expertise: Finance & Accounting and Management, Thai Accounting Standards and International Accounting Standards, Managerial Accounting, Risk Management, Internal Audit, Corporate Governance, ESG & Sustainability

Nomination Principle: The nominated candidate is qualified pursuant to all relevant rules and regulations, and suitable for the company's businesses and in accordance with laws and Company's requirements related to qualifications of independent directors.

Directorship Qualifications according to applicable laws and does not have prohibited qualifications according to the announcement of the Capital Market Supervisory Board: Yes

Dispute in the 10 Preceding Year: None

Shareholding in LOXLEY: None

Shareholding of Spouse or Underage Children: None

Family Relation with other Directors: None

Board Member/Management in Other Listed Companies: None

Position in Other Non-Listed Companies/Organizations: (7)

2022-Present - Director, Muang Thai Life Assurance Plc.

Present - Lay Judge of the Central Juvenile and Family Court

- Fellow Member, The Institute of Directors Association and Australian Institute of Company Directors
- Member, Federation of Accounting Professions
- Member, The Institute of Internal Auditors of Thailand



- Committee in CPA Exam Applicant Committee, The Revenue Department
- Sub-committee in Auditing Profession Committee, Federation of Accounting Professions
- Committee in the Accounting Education and Technology Committee, Federation of Accounting Professions
- Sub-committee in the Committee for the Monitoring of the Development of IFRS, Federation of Accounting Professions
- Selected to the Roster of Directors of State Enterprises

5-year Past Experiences and/or Remarkable Positions:

2019-Dec 21, 2023 - Audit Committee Member, Loxley Plc.

1998-2019 - Partner and Chairman of Oversight Board, PricewaterhouseCoopers

Record of transactions which may result in conflict of interest or business competition against Loxley: None

Number of Attendance Meeting in 2024:

Meeting	Attendance of Meeting in 2024
Board of Directors Meeting	7 out of 7 (100%)
Meeting of Independent directors and non-executive director	2 out of 2 (100%)
Meeting of Audit Committee	4 out of 4 (100%)
2024 Annual General Meeting of Shareholders	1 out of 1 (100%)

Additional information for consideration to elect independent director:

Conflict of interests at present or during the past two years:

1. Does not or has not been a director related to operation management, staff member, employee, permanent consultant.
2. Does not or has not provided professional services such as legal advisor or auditor.

Does not or has not related in business operations with possible conflict of interest affecting independent judgement.

Definitions of Independent Directors of the Company

The Company's Independent Directors maintain their independence in expressing opinions, providing advice, and issuing warnings. They have no financial interests or involvement in the Company's operations. To ensure transparency, Independent Directors are not authorized to co-sign any legal transactions with Executive Directors.

1. Must hold no more than 0.5% of the total voting shares of the Company, parent company, subsidiaries, affiliates, major shareholders, or controlling entities of the Company. This includes the shareholding of individuals related to that Independent Director.¹
2. Must not currently be, or have previously been a director involved in the Company's management, employee, staff member, salaried advisor, or person with controlling authority in the Company, parent company, subsidiaries, affiliates, affiliates at the same hierarchical level, major shareholders, or controlling entities of the Company. Exceptions apply if the individual ceased such roles at least two years prior. However, this restriction does not apply to Independent Directors who were formerly civil servants or advisors to government agencies holding major shares or controlling entities of the Company.
3. Must not be a person related by blood or legal registration, such as a parent, spouse, sibling, child, including a child's spouse, of any other director, executive, major shareholder, controlling entity, or individual proposed to become a director, executive, or controlling entity of the Company or its subsidiaries.
4. Must not have or have had any business relationship with the Company, its parent company, subsidiaries, affiliates, major shareholders, or controlling entities of the Company in a manner that may impede independent judgment. Additionally, must not be or have been a significant shareholder or controlling entity of an entity having a business relationship with the Company, its parent company, subsidiaries, affiliates, major shareholders, or controlling entities of the Company, unless at least two years have elapsed since such a relationship ceased.

Business relationships as mentioned in the previous paragraph include regular commercial transactions for business purposes, such as leasing or renting real estate, transactions involving assets or services, or financial assistance provided or received in the form of loans, guarantees, or the use of assets as collateral for debts. This also includes similar circumstances that result in the Company or its counterparties having a debt burden that must be paid to the other party amounting to at least 3% of the Company's net tangible assets or 20 million baht, whichever is lower. The calculation of such debt burden must adhere to the methodology outlined in the Capital Market Supervisory Board's regulations on connected transactions, as applicable. Additionally, when evaluating such obligations, all liabilities incurred within one year prior to the date of the business relationship with the same individual must be included.

5. Must not be or have been an auditor of the Company, its parent company, subsidiaries, affiliates, major shareholders, or controlling entities. Additionally, must not be a significant shareholder, controlling entity,

¹ The Company's requirement is stricter than the requirement of the Capital Market Supervisory Board which specifies that shareholding shall not exceed one (1) percent.



- or partner of the auditing firm where the Company's, parent Company's, subsidiaries', affiliates', or major shareholders' auditors or controlling entities are employed unless they have ceased such affiliations for at least two years.
6. Must not be or have been a provider of any professional services, including legal or financial advisory services, receiving fees exceeding 2 million baht per year from the Company, its parent company, subsidiaries, affiliates, major shareholders, or controlling entities of the Company. Furthermore, must not be a significant shareholder, controlling entity, or partner of the professional service provider, unless they have ceased such affiliations for at least two years.
 7. Must not be a director appointed to represent the Directors of the Company, major shareholders, or shareholders who are connected to the Company's major shareholders.
 8. Must not engage in any business that is the same or substantially competitive with the Company's or its subsidiaries' business, nor be a partner with significant influence in any partnership, or a director involved in the management, an employee, a staff, or a salaried advisor, or hold more than 1% of the voting shares of any other Company that engages in a business that is the same or substantially competitive with the Company's or its subsidiaries' business.
 9. Must not have any other characteristics that would prevent them from providing an independent opinion regarding the Company's operations.

After being appointed as an Independent Director with the qualifications mentioned above, the Independent Director may be assigned by the Board to make decisions in the operation of the Company, its parent company, subsidiaries, affiliates, major shareholders, or controlling entities of the Company, with decisions made in a collective decision-making manner.

In the case where an individual appointed by the Company to serve as an Independent Director has or has had a business relationship or provided professional services exceeding the value specified in (Clause 4) or (Clause 6), the Company may seek an exemption from the restriction on such business relationships or professional services, provided that the Company has obtained the opinion of the Board of Directors stating that it has considered the matter in accordance with Section 89/7 of the Securities and Exchange Commission Act, confirming that the appointment of such an individual will not impact their duties and independent judgment. Additionally, the Company must disclose the following information in the meeting invitation letter regarding the agenda to appoint the Independent Director.

- (1) The nature of the business relationship or professional services that causes the individual to not meet the specified qualifications.
- (2) The reasons and necessity for continuing or appointing the individual as an Independent Director.
- (3) The opinion of the Company's Board of Directors regarding the proposal to appoint the individual as an Independent Director.

For the purposes of paragraph one, items 5 and 6, the term "partner" refers to an individual appointed by the audit firm or professional service provider to sign the audit report or professional service report (as the case may be) on behalf of the entity.

Profiles of the independent directors proposed by the Company to act as proxy for shareholders
(Excluding Independent Directors to be retired by rotation in the year 2025)

	<p>Name : Mr. Supavud Saicheua, Ph.D.</p> <p>Position : Independent Director / Audit Committee Member</p> <p>Age : 67 years</p> <p>Address : 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110</p> <p>Conflict of interest in any agenda of the meeting: Agenda 5 To Consider and approve the remuneration for the directors of 2025</p> <p>Special conflict of interest differs from other directors: None</p>
	<p>Name : Prof. Rawat Chamchalerm, Ph.D.</p> <p>Position : Independent Director / Chairman of the Nominating and Remuneration Committee</p> <p>Age : 80 years</p> <p>Address : 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110</p> <p>Conflict of interest in any agenda of the meeting: Agenda 5 To Consider and approve the remuneration for the directors of 2025</p> <p>Special conflict of interest differs from other directors: None</p>
	<p>Name : Mr. Surapol Srangsomwong</p> <p>Position : Independent Director / Chairman of Risk Management Committee</p> <p>Age : 66 years</p> <p>Address : 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110</p> <p>Conflict of interest in any agenda of the meeting: Agenda 5 To Consider and approve the remuneration for the directors of 2025</p> <p>Special conflict of interest differs from other directors: None</p>
	<p>Name : Mr. Chatmongkol Peetathawatchai, Ph.D.</p> <p>Position : Independent Director / Audit Committee Member</p> <p>Age : 55 years</p> <p>Address : 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110</p> <p>Conflict of interest in any agenda of the meeting: Agenda 5 To Consider and approve the remuneration for the directors of 2025</p> <p>Special conflict of interest differs from other directors: None</p>

Profile of proposed Auditors for Year 2025

Name	Mrs. Sasithorn Pongadisak
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	8802
Experience in Auditing	23 years
Position	Partner, Audit

**Professional qualifications**

- A member of the Federation of Accounting Professions of Thailand
- Certified Public Accountant, Federation of Accounting Professions of Thailand
- Authorized Auditor, The Securities and Exchange Commission, Thailand

Education

- Master of Business Administration, Chulalongkorn University
- Bachelor of Business Administration, Thammasart University

Professional experiences

- Partner, Audit - KPMG Phoomchai Audit Ltd.
- Experience in Auditing since 2002

Conflicts of any interests other than auditing services with the Company / subsidiaries / associates or joint ventures which may result in the inability to act as independent auditor: - None -

Contact Details:

Email: sasithornn@kpmg.co.th

Telephone: 02 677 2000 ext. 2376 / 2142

Fax: 02 677 2222

Profile of proposed Auditors for Year 2025

Name	Mr. Veerachai Ratanajarakul
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	4323
Experience in Auditing	36 years
Position	Partner, Audit



Professional qualifications

- Certified Public Accountant, Federation of Accounting Professions of Thailand
- Authorized Auditor, The Securities and Exchange Commission, Thailand
- Advisor – Auditors' Ethics, Securities Exchange Commissions of Thailand (SEC)

Education

- Master of Accounting, Chulalongkorn University
- Bachelor of Accounting, Thammasart University

Professional experiences

- Audit Partner and Head of Audit & Assurance - KPMG Phoomchai Audit Ltd.
- Experience in Auditing since 1987

Conflicts of any interests other than auditing services with the Company / subsidiaries / associates or joint ventures which may result in the inability to act as independent auditor: - None -

Contact Details:

Email: veerachai@kpmg.co.th

Telephone: 02 677 2000 ext. 2130 / 2393

Fax: 02 677 2222

Profile of proposed Auditors for Year 2025

Name	Mr. Sakda Kaothanthong
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	4628
Experience in Auditing	33 years
Position	Chief Administrative Officer (CAO) Partner, Audit & Assurance



Professional qualifications

- Certified Public Accountant, Federation of Accounting Professions of Thailand
- Authorized Auditor, The Securities and Exchange Commission, Thailand
- Advisor – Auditors' Ethics, Securities Exchange Commissions of Thailand (SEC)

Education

- Master of Accountancy, Thammasat University
- Master of Accounting, Thammasat University
- Senior Executive Program, Sasin Graduate Institute of Business Administration of Chulalongkorn University

Professional experiences

- Chief Administrative Officer (CAO) - KPMG Phoomchai Audit Ltd.
- Chairman of the Audit Committee - KPMG Phoomchai Audit Ltd.
- Audit Partner and Head of Audit & Assurance - KPMG Phoomchai Audit Ltd.
- Experience in Auditing since 1992

Conflicts of any interests other than auditing services with the Company / subsidiaries / associates or joint ventures which may result in the inability to act as independent auditor: - None -

Contact Details:

Email: sakda@kpmg.co.th

Telephone: 02 677 2000 ext. 2328 / 2127

Fax: 02 677 2222

Profile of proposed Auditors for Year 2025

Name	Mr. Udomsak Busaraniphan
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	10331
Experience in Auditing	18 years
Position	Partner, Audit



Professional qualifications

- A member of the Federation of Accounting Professions of Thailand
- Certified Public Accountant, Federation of Accounting Professions of Thailand
- Authorized Auditor, The Securities and Exchange Commission, Thailand

Education

- Bachelor's Degree in Accounting Kasetsart University

Professional experiences

- Partner, Audit - KPMG Phoomchai Audit Ltd.
- Experience in Auditing since 2006

Conflicts of any interests other than auditing services with the Company / subsidiaries / associates or joint ventures which may result in the inability to act as independent auditor: - None -

Contact Details:

Email: udomsak@kpmg.co.th

Telephone: 02 677 2000 ext. 2213 / 2020

Fax: 02 677 2222

Articles of Association of the Company relating to the Shareholders' Meeting

<p>Article 14.</p>	<p>The Board of Directors shall consist of not less than five (5) but not more than twenty-one (21) Directors, and not less than half (1/2) of the total number of Directors must be domiciled in the Kingdom of Thailand. There shall be at least one-third (1/3) of the total number of Directors who are independent Directors, but not less than three (3) persons.</p> <p>The Directors of the Company shall be entitled to remuneration for their duties in the form of meeting allowances, per diems, bonuses and retirement benefit. The payment of such remuneration shall not conflict with or be contrary to the qualifications of independent Directors as prescribed by the Securities and Exchange Act.</p>
<p>Article 16.</p>	<p>The election of Directors by the shareholders' meeting shall be based on the following criteria and procedures:</p> <p>(1) Each shareholder shall have one vote for each share held.</p> <p>(2) Each shareholder may use all of his/her votes under (1) to elect one or more persons as Directors. In the case of electing multiple persons as Directors, the votes may not be distributed among the candidates in any way.</p> <p>(3) The persons who receive the highest number of votes in descending order shall be elected as Directors for the number of Directors to be elected at that time. In the case where persons receiving the next highest number of votes have equal votes exceeding the number of Directors to be elected at that time, the chairman of the meeting shall cast the deciding vote.</p>
<p>Article 17.</p>	<p>At each annual general meeting of shareholders, one-third (1/3) of the total number of Directors shall retire. If the number of Directors to be divided is not exactly three (3), the number closest to one-third (1/3) shall retire.</p> <p>In the first and second years after the registration of the Company, the Directors shall retire by drawing lots. In the third year and subsequent years, the Director with the longest tenure shall retire. A Director who retires under this provision may be eligible for re-election.</p>
<p>Article 28.</p>	<p>There shall be an annual general meeting of shareholders within four (4) months from the end of the Company's accounting period. Such meeting shall be called the annual meeting. A meeting of shareholders other than this shall be called an extraordinary meeting. The Board of Directors may call an extraordinary meeting at any time as deemed necessary by the Board. The Board of Directors may arrange for a meeting of shareholders to be held by electronic means or by using electronic means in conjunction with the meeting. Such meeting shall be held in accordance with the principles and procedures prescribed by the law on electronic meetings.</p> <p>One or more shareholders holding in aggregate not less than ten (10) percent of the total number of issued shares may jointly sign a letter requesting the Board of Directors to call an extraordinary</p>



	<p>meeting of shareholders at any time, but must specify the matters and reasons for requesting the meeting to be called clearly in such letter. In such case, the Board of Directors shall arrange for a meeting of shareholders to be held within forty-five (45) days from the date of receipt of the letter from the shareholders.</p> <p>In the event that the Board fails to convene a meeting within the specified timeframe as per paragraph two, the collective shareholders or any other individual shareholder(s) holding the required number of shares, as mandated, may call a meeting themselves within forty-five (45) days from the expiration of the stipulated time frame in paragraph two. In such cases, it shall be considered a shareholder-initiated meeting, and the Company shall be responsible for the necessary expenses incurred in organizing the meeting and facilitating reasonable convenience.</p> <p>In the event that the shareholders' meeting is called due to the request of shareholders under paragraph three, and the number of shareholders attending the meeting is insufficient to constitute a valid meeting according to Article 30, the shareholders under paragraph three shall jointly be responsible for reimbursing the expenses incurred from organizing that meeting to the company.</p>
Article 29.	<p>In calling a shareholders' meeting, the Board of Directors shall prepare a notice of meeting specifying the venue, date, time, agenda, and details as appropriate. The agenda items should be clearly stated, indicating whether they are for presentation, information, approval, or consideration, depending on the case. The notice shall also include the committee's opinions on the proposed matters. The notice must be sent to shareholders and the registrar no less than seven (7) days before the meeting. Furthermore, an announcement of the meeting shall be published in a newspaper continuously for three (3) days and not less than three (3) days prior to the meeting.</p> <p>In the event that shareholders call a meeting themselves in accordance with paragraph three of Article 28, the shareholders calling the meeting may also send a notice of meeting to the shareholders by electronic means. This is subject to the criteria prescribed by law.</p> <p>The shareholders' meeting shall be held at the Company's main office, branch office, or in a province near the main office or branch office, or in any other province as deemed appropriate by the Board of Directors. In the case of a meeting conducted through electronic media, the Company's main office shall be considered the meeting venue.</p>
Article 30.	<p>The Chairperson of the Board of Directors shall chair the meeting of shareholders. In the absence of the Chairperson or if the Chairperson is unable to perform their duties, the Vice Chairperson (if any) shall chair the meeting. If there is no Vice Chairperson or if the Vice Chairperson is also unable to perform their duties, the shareholders present at the meeting may elect one shareholder to act as the chairman at the meeting.</p> <p>At a shareholders' meeting, there must be shareholders and proxies from shareholders (if any) attending the meeting of not less than twenty-five (25) persons or not less than one-half (1/2) of the total number of shareholders, and there must be an aggregate number of shares of not less than one-third (1/3) of the total number of shares sold in order to constitute a quorum. In the case of a meeting</p>



	<p>conducted through electronic means, the proceedings must be in accordance with the rules and procedures prescribed by law.</p> <p>In the event that at any shareholders' meeting, after one (1) hour has passed from the scheduled meeting time, the number of shareholders present is insufficient to constitute a quorum as specified in the second paragraph, if the shareholders' meeting was convened due to the shareholders' request under Article 28, third paragraph, the meeting shall be canceled. If the shareholders' meeting was not convened due to the shareholders' request under Article 28, third paragraph, a new meeting shall be called and the notice of the meeting shall be sent to the shareholders not less than seven (7) days prior to the meeting date. At this subsequent meeting, a quorum is not required.</p> <p>Shareholders who participate in the meeting through electronic media, following the prescribed methods and conditions as stipulated by law, shall be considered as actively attending the meeting. Such electronic participation is deemed legally valid, in accordance with the provisions specified in the relevant laws.</p>
Article 31.	<p>Resolutions at shareholders' meetings must receive approval from the majority of votes cast by participating shareholders. In the event of a tie, the chairman presiding over the meeting shall cast an additional deciding vote, except as otherwise stipulated in this regulation or as required by law. However, in the following cases, a resolution must receive no less than three-quarters (3/4) of the total votes cast by participating shareholders with voting rights:</p> <ul style="list-style-type: none">(a) Sale or transfer of the entire or significant part of the Company's business to another party.(b) Acquisition or transfer of the business of another Company or private entity by the Company.(c) Making, amending, or terminating contracts related to leasing the entire or significant part of the Company's business, assigning others to manage the Company's business, or merging operations with another entity, with the objective of profit or loss sharing.
Article 32.	<p>The agenda for the annual ordinary shareholders' meeting shall include the following:</p> <ul style="list-style-type: none">(1) Review and acknowledgment of the report from the Board of Directors, presenting the Company's activities for the preceding fiscal year.(2) Examination and approval of the balance sheet and profit and loss statement.(3) Consideration of the allocation of profits.(4) Consideration of the election of Directors to replace those who have completed their terms, and determination of their remuneration.(5) Appointment of auditors and determination of their remuneration.(6) Other business matters.
Article 35.	<p>The Board of Directors must arrange for the preparation of a balance sheet and profit and loss account as of the end of the company's accounting period to be presented to the annual general meeting of shareholders for consideration and approval. The Board of Directors must have the auditor review it before presenting it to the meeting of shareholders.</p>



Article 36.	<p>The board of directors shall send the following documents to the shareholders together with the letter convening the annual ordinary meeting.</p> <p>(1) The copies of the balance sheet and statement of income audited by the auditors and the report of auditing of the auditor.</p> <p>(2) The annual report of the board of directors</p>
Article 37.	<p>It is strictly prohibited to pay dividends from funds other than profits. In cases where the Company has accumulated losses, the payment of dividends is prohibited.</p> <p>Dividends shall be distributed based on the number of shares, with each share receiving an equal amount. The payment of dividends must receive approval from the shareholders' meeting. The Board of Directors may, from time to time, pay interim dividends to shareholders when it deems the Company has sufficient profits to do so. Once an interim dividend has been paid, a report should be presented to the next shareholders' meeting.</p> <p>The payment of dividends shall be executed within one (1) month from the date of the shareholders' meeting or the Board of Directors' resolution, as the case may be. In such cases, written notices shall be sent to shareholders, and advertisements regarding the dividend payment shall be published in newspapers, using electronic means as permitted by law.</p>
Article 38.	<p>The Company shall allocate a portion of its annual net profit to the capital reserve of not less than five percent (5%) of the annual net profit after deducting the accumulated loss brought forward (if any), until the capital reserve reaches an amount of not less than ten percent (10%) of the registered capital.</p>
Article 41.	<p>Auditors shall attend every meeting of shareholders of the Company where the balance sheet, profit and loss account and accounting issues of the Company are considered in order to explain the audit to the shareholders. The Company shall also send the auditor a report and documents of the Company that the shareholders are entitled to receive at that meeting of shareholders.</p>
Article 47.	<p>Any notice, warning, notification, or advertisement of any matter relating to the company to be made known to other persons or the public by way of a newspaper, the company may use the method of advertising by electronic means instead. This is subject to the criteria prescribed by law.</p> <p>In the event that the Company or the Board of Directors is required by law to send a letter or document to a Director, shareholder, or creditor of the Company, if such person has notified or consented to the sending of a letter or document by electronic means, the Company or Board of Directors may send such letter or document by electronic means in accordance with the criteria prescribed by law.</p>

Privacy Notice of Personal Data Protection
for Annual General Meeting of Shareholders for the Year 2025 held on 25 April 2025
of Loxley Public Company Limited ("Annual General Meeting")

Loxley Public Company Limited (the "Company") recognizes the importance of personal data protection of shareholders and proxies who attend the Annual General Meeting as owners of personal data. The Company therefore announced privacy notice personal data protection for this Annual General Meeting of Shareholders so that they are known to shareholders and proxies.

1. Collected Personal Data

The Company will collect and process shareholders' and proxies' personal data which are either directly provided by shareholders or proxies to the Company or which the Company received from Thailand Securities Depository Co., Ltd. (TSD), the Company's registrar, including but not limited to the following information:

- General personal data, e.g. name-surname, date of birth, age, address, telephone number, facsimile number, e-mail address, identification number, passport number, nationality, shareholders' registration number, number and type of shares held,
- Financial information for carrying out any acts in relation to shareholders' rights and benefits, e.g. bank account number, name of bank, cheque number,
- Photo and video recorded at the Annual General Meeting as well as electronic traffic data from attendance registration or recorded at such Meeting.
- Information provided by shareholders and proxies through the Company's Investor Relations channel on the Company's website or other channels designated by the Company.

Supporting documents for registration and proxy forms submitted to the Company by shareholders or proxies may contain sensitive personal data, such as race, blood type and religion not required for the Annual General Meeting. Please be informed that the Company has no intention to collect such sensitive personal data. As such, the Company kindly requests that the shareholders or proxies delete or redact such sensitive personal data before submitting the documents to the Company. In the event that the shareholders or proxies have not concealed such sensitive personal data, the Company reserves right to conceal such sensitive personal data and in such case, the Company shall not be considered having collected the said sensitive personal data.

2. Purposes of Collecting, Use, Processing and Disclosing Personal Data

The Company's purposes for collecting, using, processing and disclosing personal data of shareholders and proxies related to the Annual General Meeting are as follows:

- To convene the Annual General Meeting including sending documents in relation to the Meeting, verifying identity for registration of Meeting attendance, processing voting results, preparing minutes of the Annual General Meeting and any acts in relation to such Meeting.
- To disseminate minutes of the Annual General Meeting or data from photo and video taken or recorded at the Meeting on the Company's website and through printing and electronic media.
- To carry out actions in relation to dividend payment or any other rights and benefits to shareholders.
- To organize the Company's activities including communication through Investor Relations channel or other channels designated by the Company.

- To carry out any acts in compliance with laws or orders of courts, government agencies, regulatory bodies and law enforcement agencies.

3. Persons to Whom Personal Data of Shareholders and Proxies may be Disclosed

To accomplish the abovementioned purposes, the Company may have to disclose personal data of shareholders and proxies related to the Annual General Meeting to the following third parties:

- Thailand Securities Depository Co., Ltd. (TSD)
- Banks or financial institutions
- The Company's service providers, e.g. service providers for printing, delivering documents, data storage, technology solutions for organizing the Annual General Meeting or any other related services for performing the Company's obligations towards shareholders and proxies under the laws as well as for the Annual General meeting attendance registration, counting quorum, casting votes and counting voting results at the Annual General Meeting.
- Professional service providers, e.g. legal advisors, doctors and auditors.
- Investors in general to the extent required by relevant laws or regulations.
- Courts, government authorities, regulatory bodies, law enforcement agencies, other persons or juristic persons which the Company requires to disclose data in compliance with laws, orders of government authorities, e.g. Securities and Exchange Commission, Stock Exchange of Thailand, Ministry of Commerce, Revenue Department.

4. Personal Data Keeping Period

The Company will keep personal data related to the Annual General Meeting of shareholders and proxies for as long as necessary given the above mentioned purposes, including for compliance with or making claims according to laws.

5. Rights of Shareholders and proxies as Personal Data Owners

Shareholders and proxies as owners of personal data related to the Annual General Meeting are entitled to withdraw consent given for or object the collection, use, process or disclosure of personal data, to access or obtain copy of their personal data, request for their personal data to be sent or transferred and request for their personal data to be erased, destroyed, suspended of use or corrected; subject to criteria and procedures as prescribed by laws on personal data protection. However, the Company may reject the requests of shareholders or proxies for justifiable reasons.

6. Contact Details

Shareholders and proxies who would like to exercise data owners' rights in Item No. 5 may contact the Company at the following address:

6.1 Data Protection Officer (DPO)

Telephone: 02-348-8141, Email: dpo@loxley.co.th, or Scan QR Code Loxley PDPA Center

6.2 Company Secretary Office

Loxley Public Company Limited No. 102 Na Ranong Road, Klong Toei Sub-district,
Klong Toei District, Bangkok 10110 Email: companysecretary@loxley.co.th



The Company may update, revise or amend this Privacy Notice of Personal Data Protection through the Company's website, the invitation to the Shareholders' Meeting or the Stock Exchange of Thailand's news disclosure channel in order to comply with laws, regulations or technical requirements.

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.

For convenience, shareholders may appoint a proxy via electronic means (E-Proxy) of Thailand Securities Depository Company Limited (TSD) from this Link: <https://ivp.tsd.co.th/>

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, for registration in accordance with the Inventech Connect system 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.

- 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 or a proxy request via the Inventech Connect system 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 2025 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 2025, 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 on each agenda item shall be made via Inventech Connect system provided by Inventech Systems (Thailand) Co., Ltd. The system has undergone a Self-Assessment for voting system compliance, as evaluated by the Electronic Transactions Development Agency (ETDA) and adheres to the ETDA recommendation on ICT standard for electronic transaction, Electronic Voting System No. ๗๗๗๗๗. 26-2564. Voting will be counted on a one share shall equal one vote. A shareholder or a proxy shall cast all the votes to only one of approve, disapprove or abstain. Partial voting is not allowed, except in the case of voting by a 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) Each shareholder shall have one vote for each share held.



- (2) Each shareholder may use all of his/her votes under (1) to elect one or more persons as directors. In the case of electing multiple persons as directors, the votes may not be distributed among the candidates in any way.
- (3) The persons who receive the highest number of votes in descending order shall be elected as directors for the number of directors to be elected at that time. In the case where persons receiving the next highest number of votes have equal votes exceeding the number of directors to be elected at that time, the chairman of the meeting shall cast the deciding vote.

Voting Process:

- (1) The Chairman of the Meeting shall request the shareholders to consider and vote on each agenda item by asking the shareholders or proxies to cast their votes via Inventech Connect system, providing one minute for voting on each agenda item. For the director election agenda item, one minute will be provided for voting on each director individually.
- (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 2025 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



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

- 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 again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

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 2025 at 8:30 hrs. and shall be closed on 25 April 2025 Until the end of the meeting.
3. The electronic conference system will be available on 25 April 2025 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 2025 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



02-460-9228



@inventechconnect



The system available during 18 – 25 April 2025 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public 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 “Accept” 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 you can open the microphone and camera

How to use Inventech Connect

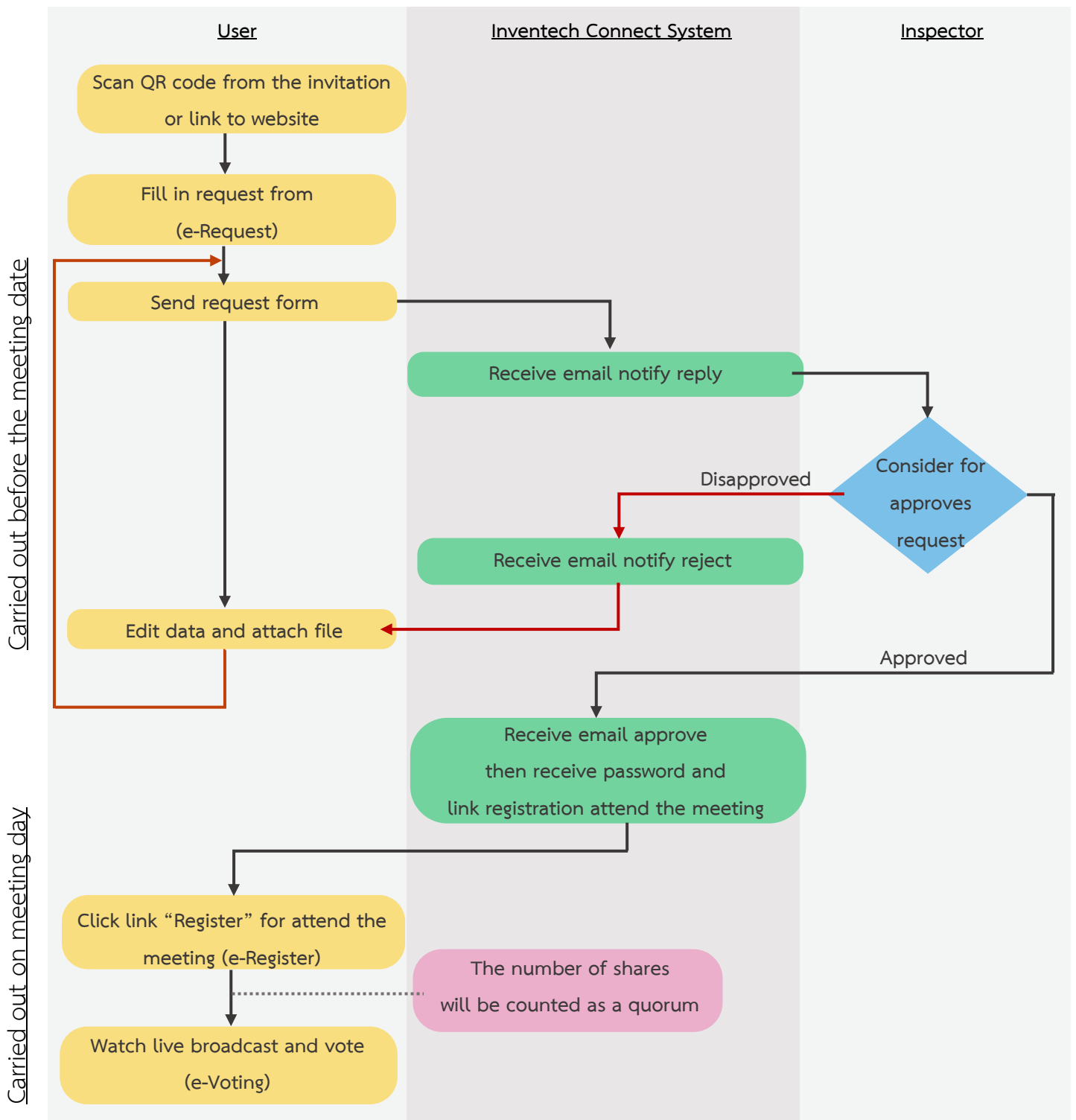


User Manual and Video of using Inventech Connect

* 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 support 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 to leave the quorum", the systems will be number of your shares out from the meeting base.



PROXY Form B

Written at _____

Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____
residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postcode _____

(2) Being a shareholder of Loxley Public Company Limited, holding the total amount of _____ share (s) and having voting rights equivalent to _____ vote (s), the details of which are as follows:

Ordinary shares _____ share (s), having voting rights equivalent to _____ vote (s)

Preference shares _____ share (s), having voting rights equivalent to _____ vote (s)

(3) Hereby authorize

() _____ age _____ years
residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postcode _____ or

() Mr. Supavud Saicheua, Ph.D., age 67 years, 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110 or

() Prof. Rawat Chamchalerm, Ph.D., age 80 years, 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110 or

() Mr. Surapol Srangsomwong, age 66 years, 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110 or

() Mr. Chatmongkol Peetathawatchai, Ph.D., age 55 years, 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110

Anyone of the above as my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of Shareholders on Friday, 25 April 2025 at 13:30 hours via Electronic means (E-AGM) pursuant to the Emergency Decree on Electronic Means Conference B.E. 2563 (2020) and other related laws and regulations, or on any date and at any postponement thereof.

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf at this meeting as follows:

Agenda 1: To acknowledge the Company's operating results for the year 2024.



Agenda 2: To consider and approve the annual Financial Statements for the year ended 31 December, 2024.

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda 3: To consider and approve the allocation of net profit as a legal reserve and dividend payment for the operating results for the year 2024.

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda 4: To consider and elect directors to replace those retiring by rotation for the year 2025.

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect

(b) To grant my/our proxy to vote at my/our desire as follows:

To appoint the whole Board of Directors

Approve.....votes Disapprove.....votes Abstain.....votes

To appoint certain directors

4.1 Mr. Dhongchai Lamsam

Approve.....votes Disapprove.....votes Abstain.....votes

4.2 Mr. Krisada Lamsam

Approve.....votes Disapprove.....votes Abstain.....votes

4.3 Mr. Petch Wanglee

Approve.....votes Disapprove.....votes Abstain.....votes

4.4 Mrs.Nattaporn Phan-Udom, Ph.D

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda 5: To consider and approve the remuneration of the directors for the year 2025.

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda 6: To consider and approve the appointment and the fixing remuneration of auditors for the year 2025.

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve.....votes Disapprove.....votes Abstain.....votes



Agenda 7: To consider other businesses (if any)

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect

(b) To grant my/our proxy to vote at my/our desire as follows:

Approve.....votes Disapprove.....votes Abstain.....votes

(5) The voting of the proxy for any agenda that is not as specified in this Proxy shall be deemed invalid and being not my voting in the capacity of a shareholder.

(6) In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any act performed by the proxy at said meeting shall, unless he/she does not vote as specified in this Proxy by me, be deemed as having been performed by myself/ourselves in all respects.

Signed.....Grantor
()

Signed.....Proxy
()

Signed.....Proxy
()

Signed.....Proxy
()

Notes:

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not Split the number of shares to several proxies for splitting votes.
2. For Agenda appointing directors, the whole Board of Directors or certain directors can be appointed.
3. In case there are more agendas to be considered in the meeting than those specified above, the proxy can specify more items in the Allonge of Proxy Form B attached.



ALLONGE FOR PROXY FORM B

Proxy granted in the capacity of a shareholder of Loxley Public Company Limited

In the 2025 Annual General Meeting of Shareholders on Friday, 25 April 2025 at 13:30 hours, (E-AGM) or any adjournment at any date, time and place thereof.

- AgendaSubject.....
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follows:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- AgendaSubject.....
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follows:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- AgendaSubject.....
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follows:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- AgendaSubject.....
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follows:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- AgendaSubject.....
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respect.
- (b) To grant my/our proxy to vote at my/our desire as follows:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- AgendaSubject: Electing Directors (continue)
- Name of Director.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Name of Director.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Name of Director.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Name of Director.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Name of Director.....
- Approve.....votes Disapprove.....votes Abstain.....votes

Requisition Form of Invitation to the 2025 Annual General Meeting of Shareholders

Shareholder(s) may choose to request the printed documents by one of method of the followings:

- (1) Scan QR Code and fill out the details for online submission.



- (2) Please mark / in () and fill out the following details and return this form to LOXLEY via

E-mail: companysecretary@loxley.co.th

- The Invitation to the 2025 Annual General Meeting of Shareholders
- The 2024 Annual Report (Form 56-1 One Report)

Place of receiving of the printed documents:

Name Surname.....

Address Moo Soi

Village Road

Sub-district District

Province..... Zip Code

Telephone..... E-mail

In order to reduce resource consumption, the Invitation to the 2025 Annual General Meeting of Shareholders and/or 2024 Annual Report (Form 56-1 One Report) are available to download from the Company's website at www.loxley.co.th under Investor section, Shareholders' meeting sub-section on 25 March 2025.



Download Invitation to the 2025 Annual General Meeting of Shareholders



Download 2024 Annual Report (Form 56-1 One Report)

Note: The Company has announced a privacy policy and privacy notice, to inform the shareholders regarding the details of the collection, use and disclosure of personal information as per attachment no.5



Form for submission of questions in advance of the 2025 Annual General Meeting of Shareholders

In recognition of shareholder's rights and promoting of the good corporate governance practices, Loxley Public Company Limited allows shareholders to submit any inquiries concerning agenda in the 2025 Annual General Meeting of Shareholders in advance prior to the date of meeting.

Name Surname.....

Address

.....

Telephone E-mail

Shares amount holding as of

Shareholders Status Individual Corporate

Question:
.....
.....
.....
.....
.....
.....
.....

Submission Channel:

- E-mail: companysecretary@loxley.co.th
 - Postal Address: Office of Company Secretary, Loxley Public Company Limited 102 Na Ranong Road
Klong Toei Sub-district Khlong Toei District, Bangkok 10110
- or scan QR Code shown below for online submission



Note: The company has announced a privacy policy and privacy notice, to inform the shareholders regarding the details of the collection, use and disclosure of personal information as per attachment no.5