



Invitation to the 2026 Annual General Meeting of Shareholders

Loxley Public Company Limited
Friday 24 April 2026 at 14:00 hours

Via Electronic Means (E-AGM) only

According to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations.



2025 Annual Report
(Form 56-1 One Report)



Download
Documents

Shareholders and proxy holders can submit a request to attend the meeting (pre-registration) at <https://serv.inventech.co.th/LOXLEY170120R/#/homepage> or scan QR Code from 17 April 2026 at 08:30 hours or until the meeting is adjourned.



On Friday 24 April 2026, attendees will be allowed to enter the e-Meeting from 12.00 hours onwards.



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(Translation)

26 March 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

Attention: Shareholders of Loxley Public Company Limited

- Attachments:**
1. 2025 Annual Report (Form 56-1 One Report) (QR Code) (Supporting consideration of Agenda 1,2)
 2. Profile of the nominated candidates for the election of Directors in replacement of those retiring by rotation for the year 2026 and Definitions of Independent Directors (Supporting consideration of Agenda 4)
 3. Profile of proposed Auditors for the year 2026 (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 as specified by Department of Business Development, Ministry of Commerce (Proxy form A, B and C can be downloaded from the Company website)
 8. Profile of the Independent Directors proposed by the Company to act as proxy for shareholders
 9. Form to Request the Notice of the 2026 Annual General Meeting of Shareholders and the Annual Report (56-1 One Report)
 10. Form for submission of questions in advance of the 2026 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 2026 on Friday, 24 April 2026 at 14:00 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 matters according to the agenda together with the Board of Directors’ opinions as follows:

Agenda 1 To acknowledge the Company’s operating results for the year 2025.

Facts and Reasons: The Report of operating results of the Company during 2025 is shown in the 2025 Annual Report (Form 56-1 One Report) (Attachement 1) 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 operating results for the year 2025.

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

Agenda 2 To consider and approve the Financial Statements for the year ended 31 December 2025.

Facts and Reasons: The Financial Statement for the year ended 31 December 2025 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 2025 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 2025 is as follows:

(Unit: million Baht)

Items	Consolidated		Separate	
	Financial Statements		Financial Statements	
	2025	2024	2025	2024
Total assets	13,820.70	13,461.93	6,252.73	6,568.60
Total liabilities	7,079.57	7,203.59	2,131.46	2,779.12
Equity	6,741.13	6,258.33	4,121.27	3,789.48
Total revenue	11,879.85	11,446.37	3,407.34	3,383.35
Net profit (loss) (Owners of the parent)	469.99	50.23	380.57	58.91
Earnings (loss) per share (Baht/share)	0.21	0.02	0.17	0.03

Board of Directors' Opinion: It is deemed appropriate to propose to the Shareholders' meeting the approval of the Financial Statements for the year ended 31 December 2025, which have been audited by the auditors and reviewed by the Audit Committee. The Board has also endorsed the financial statements.

Voting: Resolution on this agenda item shall be approved by a majority of total number of votes of the shareholders 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 year 2025 operating results.

Facts and Reasons:

- 1) According to the Company's dividend payment policy, the Company may consider paying dividends of not less than 40% of its net profits based on the separate financial statements, after deduction of corporate income tax and allocations to all reserves as required by law and stated in the Company's Articles of Association. The Company will take into consideration its operating results, financial position, cash flow, investment plans, business plans and other relevant conditions and limitations (if any).
- 2) In addition, pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to allocate not less than five percent of its annual net profits as a legal reserved, after deducting the accumulated loss brought forward (if any), until the legal reserve reaches not less than ten percent of the registered capital.

3) In 2025, the Company's separate financial statements indicate that the Company had a net profit of Baht 380,575,496. The Board of Directors has therefore resolved to allocate Baht 19,029,000, representing five percent of the annual net profit, as a legal reserve in accordance with the law. The Board of Directors has also resolved to propose the dividend payment for the year 2025 operating results at the rate of Baht 0.08 per share. The dividend will be paid from the net profit for the year 2025 in the amount of Baht 181,196,394, representing 48% of the net profit, in accordance with the Company's dividend payment policy.

A comparison of the dividend payments for the year 2025 and the preceding year is as follows:

Details of Dividend Payment	2025 (current proposal)	2024
Net profit (loss) on the separate financial statements (Baht)	380,575,496	58,911,388
Retained earnings (Baht)	904,300,907	587,642,843
Number of shares (Shares)	2,264,954,920	2,264,954,920
Allocation as legal reserves (Baht)	19,029,000	2,946,000
Dividend per share (Baht/Share)	0.08	0.03
Total dividend payment (Baht)	181,196,394	67,948,648
Dividends payout ratio (%)	48	115

In addition, the Record Date for determining the names of shareholders who are entitled to receive dividends and who are eligible to attend the 2026 Annual General Meeting of Shareholders is 12 March 2026 . The dividend payment is scheduled to be made on 18 May 2026 . However, the aforementioned dividend payment remains uncertain as it is subject to the approval of the Shareholders' meeting.

Individual shareholders will be subject to a 10% withholding tax and will not be entitled to a dividend tax credit, as the dividend is paid from net profit after deducting net losses carried forward from previous accounting periods for up to five years.

The Board's Opinion: It is deemed appropriate to propose to the Shareholders' meeting the approval of the allocation of net profit as a legal reserve and the dividend payment for the year 2025 operating results.

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

Agenda 4 To consider and elect directors to replace those retiring by rotation for the year 2026.

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, the four directors retiring by rotation this year are as follows:

- | | |
|----------------------------------|--|
| 1. Mr. Suebrakul Soonthornthum | Vice Chairman, Nomination & Remuneration
Committee Member |
| 2. Prof. Rawat Chamchalerm Ph.D. | Independent Director, Chairman of Nomination &
Remuneration Committee |
| 3. Mr. Surapol Srangsomwong | Independent Director, Chairman of the Risk
Management Committee |
| 4. Mr. Suroj Lamsam | Director, CEO & President |

The Company allowed shareholders to propose agenda items and nominate qualified candidates having no prohibited characteristics for election as the Company's director in accordance with the nomination procedure disclosed via the Stock Exchange of Thailand's channel and on the Company's website, from 1 October 2025 to 31 December 2025. No proposals were submitted by shareholders.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee's Meeting No. 1/2026, held on 16 February 2026, excluding the directors retiring by rotation, thoroughly considered 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 the recommendations of the Office of the Securities and Exchange Commission (SEC). The consideration was conducted carefully and prudently, taking into account the diversity of the Board structure as well as the qualifications, knowledge and expertise of the Board (Board Skill Matrix) to ensure alignment with the Company's business strategy. Therefore, the Committee unanimously resolved to propose to the Board of Directors the re-nomination of the four directors retiring by rotation for another term, as all four candidates possess qualifications in accordance with the relevant regulations and are considered suitable for the Company's business.

Board of Directors' Opinion: The Board of Directors, excluding the directors to retiring by rotation at the 2026 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. Suebrakul Soonthornthum 2) Prof. Rawat Chamchalerm Ph.D. 3) Mr. Surapol Srangsomwong and 4) Mr. Suroj Lamsam. Prof.



Rawat Chamchalerm Ph.D. and Mr. Surapol Srangsomwong, Candidate No. 2) and 3) 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 two person proposed to be appointed as independent director possess qualifications in accordance with the relevant laws and regulations relating to independent directors. Candidate No.2, Prof. Rawat has served as an independent director of the Company for more than nine consecutive years since his initial appointment. The Nomination and Remuneration Committee has thoroughly reviewed and carefully considered the appropriateness of such appointment in accordance with the fiduciary duties of directors to perform their duties with responsibility, due care and honesty as prescribed under Section 89/7 of the Securities and Exchange Act B.E. 2535 (as amended). The Committee is of the view that the appointment of Prof. Rawat as an Independent Director will not affect his ability to perform duties and express opinions independently in any way. His knowledge, capabilities and experience will be beneficial to the Company.

Furthermore, Mr. Surapol, Candidate No.3, currently serves as an independent director and Chairman of the Risk Management committee, and also holds the positions of independent director and Audit Committee member of Premier Technology Public Company Limited, which principle operates in the information and communication technology business. Such business may be similar to some aspects of the Company's business in accordance with Section 86 of the Public Company Limited Act B.E. 2535. Therefore, in compliance with the relevant legal requirements, the Company would like to inform the Shareholders' meeting that Mr. Surapol, as an independent director of both companies, perform his duties independently in expressing opinions and providing recommendations, and is not involved in the management of the Companies in any matter. In addition, he does not participate in the consideration of agenda items of such nature in the Company's meetings.

The Nomination and Remuneration Committee and the Board of Directors have carefully and prudently considered the matter and are of the view that Mr. Surapol possesses the knowledge, capabilities, and extensive experience that would be beneficial to the Company. Therefore, he is considered fully qualified and suitable to continue serving as an independent director of the Company.

In additon, Candidate No. 2 and No.3 possess all the qualifications required by the Capital Market Supervisory Board, the Company's Articles of Association, and other relevant regulations. They have a thorough understanding of the Company's business and have no business affiliations or relationships with the Company. They are able to perform their duties and express their opinions independently and have consistently provided valuable recommendations beneficial to the

Company's operations. Therefore, they are considered fully qualified and suitable to continue serving as independent directors.

Furthermore, all three aforementioned directors do not hold 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 to 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 2026.

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. 1/2026 held on 16 February 2026 carefully considered the remuneration of the Board of Directors and the sub-committees by taking into account various factors, including the Company's business performance, the roles and responsibilities of the Board of Directors and sub-committees, and the remuneration rates compared with other companies in the same industry and of similar size, as well as the average of listed companies based on the director's remuneration survey report conducted by the Thai Institute of Directors (IOD). After thoroughly considering the appropriateness and fairness of the remuneration in order to retain qualified directors in accordance with good corporate governance practices, the Committee deemed it appropriate to propose that the remuneration of the Board of Directors and sub-committees for the year 2026 be maintained in the form of meeting allowances at the same rates and in the same structure as in 2025, with no additional special remuneration or other benefits, as well as the payment of 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 on an annual basis. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors deemed it appropriated to propose to the Shareholders' meeting to approve the retention of the remuneration of the Board of Directors and sub-committees for the year 2026, at the same structure and rates as in 2025, including the payment of directors' bonuses, with no special compensation or other remuneration. Such proposal was made after careful consideration of various relevant factors, including the roles and responsibilities of the Board of Directors and sub-committees, the Company's business performance, and the remuneration rates compared with those of other leading companies in the same industry listed on the Stock Exchange of Thailand. The proposed remuneration is as follows:

The Remuneration	2026 (Current Proposal)	2025
<u>1. The Remuneration of the Board of Directors</u>		
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	600,000 Baht/person	500,000 Baht/person
- Director	400,000 Baht/person	300,000 Baht/person
<u>2. The Sub-committees include the Audit Committee, the Nomination and Remuneration Committee, and the Risk Management Committee</u>		
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 2026

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.4/2025 on 12 November 2025, resolved to select KPMG Phoomchai Audit Co., Ltd. to be the Company's auditing firm for the year 2026, 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 considered and concurred with the Audit Committee's resolution to propose to the Shareholders' Meeting the appointment of KPMG Phoomchai Audit Co., Ltd. as the Company's auditing firm and the approval of the audit fees for the year 2026 as follows:

1. Mrs. Sasithorn Pongadisak CPA Registration No. 8802
Auditing during the past 7 years: 1 year (2025) or
2. Mr. Veerachai Ratanajaratkul CPA Registration No. 4323
Auditing during the past 7 years: -None-, or
3. Mr. Sakda Kaothanthong CPA Registration No. 4628
Auditing during the past 7 years: -None-, or



4. Mr. Udomsak Busaraniphan CPA Registration No. 10331

Auditing during the past 7 years: -None-

Remarks: According to the Notification of the Capital Market Supervisory Board No. Tor Jor. 75/2561 regarding the rules, conditions and procedures for disclosure of information on the financial position and results of operations of the issuing company (Issue Code), which came into effect on 1 January 2019, a listed company on the Stock Exchange of Thailand is required to arrange for the rotation of auditors. An auditor who has signed the Company's financial statements for seven fiscal years, whether consecutively or not, shall be rotated. Such auditor may be reappointed as the Company's auditor after a period of at least five consecutive fiscal years. The tenure of the aforementioned auditors is in compliance with the auditor rotation requirements prescribed by the Securities and Exchange Commission (SEC).

The above-mentioned auditors from KPMG Phoomchai Audit Co., Ltd. are qualified in accordance with the requirements of the Securities and Exchange Commission. The proposed auditing firm and auditors listed above have no relationship with, or conflict of interest with, the Company, its subsidiaries, major shareholders or related persons of such entities. Any one of the aforementioned auditors will be assigned to audit and express an opinion on the financial statements of the Company. In case all of the said four auditors are unable to perform their duties, KPMG Phoomchai Audit Co., Ltd. shall arrange for other qualified auditors from the firm to perform the audit and express an opinion on the Company's financial statements. In addition, KPMG Phoomchai Audit Co., Ltd. will also audit the financial statements of the Company's subsidiaries for the year 2026.

The Board of Directors will ensure that KPMG Phoomchai Audit Co., Ltd. is able to complete the audit within the specified timeframe, as it is a large audit firm with sufficient and qualified personnel, including a systematic audit plan. The profiles of the auditors and information demonstrating their independence are provided in Attachment No. 3.

As recommended by the Audit Committee, the Board of Directors therefore proposes that the Shareholders' Meeting approve the audit fee for the year 2026 in the amount of Baht 2,510,000, which is the same as the previous year. Details of the proposed audit fee are as follows:

(Unit: Baht)

Financial audit fee	2026 (Current Proposal)	2025
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 the **2026 Annual General Meeting of Shareholders (E-AGM)** to be held on **Friday, 24 April 2026 at 14:00 hrs.** via electronic means.

Shareholders who wish to attend the Meeting in person via electronic media or to appoint a proxy to attend the Meeting on their behalf are requested to follow the **Guidelines for Attending the Annual General Meeting of Shareholders via Electronic Media**, as detailed in **Attachment No. 6**.

Shareholders and/or proxy holders may submit an electronic request to attend the Meeting in advance from **17 April 2026 at 8:30 hrs. until the Meeting is adjourned**. After the Company has verified the accuracy of the submitted information and documents, a notification email containing the **username, password, and meeting link** will be sent to the registered email address (one email per shareholder ID). Participants will be able to access the e-Meeting system from **12:00 hrs. onwards**.

In this regard, the Company has set the **Record Date on 12 March 2026** to determine the list of shareholders who are entitled to attend the 2026 Annual 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 2026 Annual General Meeting of Shareholders (E-AGM), including all attachments and the 2025 Annual Report (Form 56-1 One Report), will be available for download on the Company's website at www.loxley.co.th, under the Investor Relations section, Shareholders' Meeting sub-section, from 26 March 2026 onwards.



- 2) Shareholders are encouraged to submit questions in advance for the 2026 Annual General Meeting of Shareholders by Thursday, 23 April 2026, through the channels provided in Attachment No. 10.
- 3) For enquiries regarding the E-AGM system or technical support, please contact:

Inventech Call Center

Tel: 02-460-9228

- Available on working days, excluding public holidays, from 17 – 24 April 2026, between 08.30 hrs. – 17.30 hrs.
- On the meeting day, the service will be available from 08.30 hrs. until the end of the Meeting.)

- 4) For further information, please contact:

Office of Company Secretary

Loxley Public Company Limited

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

Email: companysecretary@loxley.co.th

Profile of the nominated candidates for the election of directors in replacement of those to retiring by rotation
for the year 2026

1. Mr. Suebtrakul Soonthornthum

Age: 83 years
 Nationality: Thai
 Position Proposed: Director
 Current Position: Director, Vice Chairman of the Board, Nomination and Remuneration Committee Member
 Years of Directorship: 33 years (Since 1 April 1993)



Education: - MBIM, Hon.Dlitt : Curtin University, Australia
 - PMD. Havard University, U.S.A
 - National Defense College - Thailand
 Training: - Director Accreditation Program 17/2004, Thai Institute of Directors Association (IOD)
 Expertise: Accounting, Finance, Banking, International Trading, Joint Venture Negotiations, and Organization Management
 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: (4)

- 2018-present - Vice Chairman of the Board, Loxley Plc.
- 2016-present - Chairman of the Audit Committee, Phatra Leasing Plc.
- 2003-present - Nomination and Remuneration Committee Member, Loxley Plc.
- 2000-present - Chairman of the Board, Muang Thai Real Estate Plc.
- 1996-present - Vice Chairman of the Board and Independent Director, Vanachai Group Plc.

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

- 2022-present - Director, Risk Oversight Committee Member, Nomination and Compensation Committee Member, United Overseas Bank (Thai) Plc.

- 2013-present - Director, BlueScope Buildings (Thailand) Co., Ltd.
- 2010-present - Director, Loxley Joint and Hold Co., Ltd.
- 1999-present - Director, BP-Castrol (Thailand) Co., Ltd.
- 1994-present - Director, Loxley Property Development Co., Ltd.
- 1992-present - Chairman, Foseco (Thailand) L Co., Ltd.
- 1990-present - Director, Ekpavee Co., Ltd.
- 1987-present - Director, NS BlueScope (Thailand) Limited.
- 1987-present - Director, NS BlueScope Lysaght (Thailand) Limited..
- 1987-present - Director, NS BlueScope Services (Thailand) Limited.
- 1977-present - Director, Loxley Trading Co., Ltd.
- 1972-present - Director, Zin Suapah Co., Ltd.

5-year Past Experiences and/or Remarkable Positions:

- 2004-2022 - Chairman of the Nomination and Compensation Committee and Independent Director, United Overseas Bank (Thai) Plc.
- 1980-2020 - Independent Director, Muang Thai Life Assurance Plc.
- 2017-2019 - Vice Chairman of the Executive Board, Loxley Plc.
- 1993-2016 - Senior Executive Vice President, Loxley Plc.

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

Number of Attendance Meeting in 2025:

Meeting	Attendance of Meeting in 2025
Board of Directors Meeting	7 out of 7 / (100%)
Meeting of Nomination & Remuneration Committee	3 out of 3 / (100%)
2025 Annual General Meeting of Shareholders	1 out of 1 / (100%)

2. Prof. Rawat Chamchalerm, Ph.D.

- Age:** 81 years
- Nationality:** Thai
- Position Proposed:** Independent Director
- Current Position:** Independent Director, Chairman of the Nomination and Remuneration Committee
- Years of Independent Director:** 10 years (Since 28 April 2016)



- Education:**
 - Honorary Ph.D., Laws, Chulalongkorn University
 - Master Degree of Laws, Chulalongkorn University
 - Bachelor of Laws, Thammasat University
 - Barrister at Law, Thai Bar Association



Training:

- Diploma, National Defence College, The Joint State - Private Sector Course Class 1
- Director Certification Program 2008, Thai Institute of Directors Association (IOD)
- Director Accreditation Program 26/2004, Thai Institute of Directors Association (IOD)
- SMART GO 2004

Expertise: Law, Business Administration, ESG & Sustainability and Project Management

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: (4)

- 2024-present - Independent Director, Chairman of the Audit Committee and Chairman of the Risk Management Committee, Nakornthon Hospital
- 2020-present - Chairman of the Nomination and Remuneration Committee, Loxley Plc.
- 2019-present - Independent Director and Chairman of the Corporate Governance Sustainable Development Committee, CP Aextra Plc.
- 2016-present - Independent Director, Loxley Plc.
- 2004-present - Vice Chairman of the Board and Chairman of the Executive Committee, Don Muang Tollway Plc.

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

- Present - Chairman of the Board Committee on the Revision of the Code of Criminal Procedure, Office of the Council of State
- Committee of Council of State, Special Committee, Office of the Council of State
- Committee of 11th Council of State, Office of the Council Of State
- Chairman of the Board on the Review of Bills and Ordinances for submission to the Cabinet
- Chairman of the Bill Drafting Commission on Organ Donation and Organ Transplantation, The Thai Red Cross Society
- Property Management Committee, The Thai Red Cross Society
- Committee and Chairman of Legal committee, Organ Donation Center, The Thai Red Cross Society
- Director, Thai National Food Commission
- Adjunct Professor, Faculty of Law, Chulalongkorn University
- Adjunct Professor, Institute of Legal Education, Thai Bar Association

- Adjunct Professor, Master Degree, Mahidol University
- Adjunct Professor, Doctoral, Bangkokthonburi University
- Lecturer, Justice Affairs, The Ministry of Justice
- Lecturer, Department of Special Investigation, The Ministry of Justice
- Lecturer, Institute of Administration Development, The Ministry of Interior
- Lecturer, District Chief Officer Course, Institute of Administration Development ,
The Ministry of Interior
- Special Lecturer, Office of the Attorney General
- Advisor, National Olympic Committee of Thailand under the Royal Patronage of H.M.
the King
- Advisor, Athletic Association of Thailand

5-year Past Experiences and/or Remarkable Positions:

2011-2024 - Independent Director, Serm Suk Plc.

2010-2024 - Chairman of the Board, Sino-Thai Engineering and Construction Plc.

2010-2021 - Independent Director, True Corporation Plc.

1995-2019 - Director, National Olympic Committee of Thailand under the Royal Patronage of H.M.
the King

2003-2004 - Attorney General, Office of the Attorney General

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

Number of Attendance Meeting in 2025:

Meeting	Attendance of Meeting in 2025
Board of Directors Meeting	7 out of 7 (100%)
Meeting of non-executive director	2 out of 2 (100%)
Meeting of Nomination & Remuneration Committee	3 out of 3 (100%)
2025 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.
3. Does not or has not related in business operations with possible conflict of interest affecting independent judgement

3. Mr. Surapol Srangsomwong

Age: 67 years
 Nationality: Thai
 Position Proposed: Independent Director
 Current Position: Independent Director, Chairman of the Risk Management Committee



Years of Directorship: 5 years 8 months (Since 11 August 2020)

Education: - Barrister at Law, Institute of Legal Education of Thai Bar Association
 - Bachelor of Laws Degree, Chulalongkorn University

Training: -Technology Risk Management for Directors Prevention, Detection, Recovery, Thai Institute of Directors Association (IOD)
 -Independent Directors Forum 2024 “Maximizing Board Effectiveness: The Role of Lead Independent Directors in Thai Business 2024”
 -Seminar for audit committees “Summary of Changes in Laws, Key Regulations and Discussion on the Challenges of Audit Committees in Corporate Governance under Uncertain Conditions 2024” EY Office Company Limited.
 - Risk Management Program for Corporate Leaders (RCL Online) 26/2022, Thai Institute of Directors Association (IOD)
 - Role of the Chairman Program (RCP) 51/2022, Thai Institute of Directors Association (IOD)
 -Meeting with audit committee members of listed companies in 2021, The Securities and Exchange Commission (SEC)
 -Director Accreditation Program 132/2016, Thai Institute of Directors Association (IOD)

Expertise: Law, Organization , Human Resources Management and Corporate Governance

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: (2)

2021-present - Chairman of Risk Management Committee, Loxley Plc.

2020-present - Independent Director, Loxley Plc.



2018-present - Independent Director and Audit Committee Member, Premier Technology Plc.

Position in Other Non-Listed Companies/Organizations: (2)

- Director, Office of the Thai Commercial Arbitration, Board of Trade of Thailand
- Director, Gold Master Plc.

5-year Past Experiences and/or Remarkable Positions:

- 2019-2024 - Advisor to the Board, Investigation and Case, The Securities and Exchange Commission
- 2019 - Commissioner, The Civil Aviation Authority of Thailand
- 2017-2019 - President of Chulalongkorn Law School Alumni Association
- 2015-2018 - Independent Director and Audit Committee, Premier Enterprise Plc.

Record of transactions which may result in conflict of interest or business competition against Loxley: Mr. Surapol Srangsomwong holds the positions of independent director and chairman of the Risk management committee, as well as independent director and audit committee member of Premier Technology Public Company Limited, which primarily operates in information and communication technology. This business activity may be similar to some aspects of the company's business as per Section 86 of the Public Company Limited Act B.E. 2535. Therefore, in accordance with the law, the company wishes to inform the shareholders' meeting that Mr. Surapol, as an independent director of both companies, is independent in expressing opinions and providing advice, and does not participate in the management of the companies in any way. He is also unable to participate in consideration of agenda items of this nature at company meetings. The Nomination and Remuneration Committee and the Board of Directors, having carefully and prudently considered the matter, believe that Mr. Surapol possesses the knowledge, abilities, and experience in various fields that would benefit the company. Therefore, he is fully qualified and suitable to continue serving as an independent director.

Number of Attendance Meeting in 2025:

Meeting	Attendance of Meeting in 2025
Board of Directors Meeting	7 out of 7 (100%)
Meeting of non-executive director	2 out of 2 / (100%)
Meeting of Risk Management Committee	4 out of 4 / (100%)
2025 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.
3. Does not or has not related in business operations with possible conflict of interest affecting independent judgement.

4. Mr. Suroj Lamsam

Age: 59 years
 Nationality: Thai
 Position Proposed: Director
 Current Position: Director, CEO & President
 Years of Directorship: 22 years (Since 27 April 2004)



Education: - Master Degree (Business Administration), Sasin Graduate Institute of Business Administration
 - Master Degree (Communications), New York University, USA
 - Bachelor Degree (Marketing and Consumer Studies), Syracuse University, Syracuse, USA.

Training: - Director Accreditation Program 40/2005, Thai Institute of Directors Association (IOD)
 - The National Defence Course Class 61, National Defence College
 - Advanced Certificate Course in Public Economic Management for Executives Class 1, King Prajadhipok's Institute

Expertise: Business Administration, Strategy and Organization Management, Sale and Marketing, International Trading, Information Technology Management, Finance and Banking

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: Own: 13,650,595 shares or 0.60%

Shareholding of Spouse or Underage Children: None

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

Board Member/Management in Other Listed Companies: (2)

2020-present - Chief Executive Officer and President, Loxley Plc.
 2017-present - Director, QTC Energy Plc.

Position in Other Non-Listed Companies/Organizations: (28)

2024-present - Director, Purple Ventures Co., Ltd.
 2021-present - Director, The Thai Chamber of Commerce
 2020-present - Chairman of the Board, L Food Solutions Co., Ltd.
 2019-present - Director, AOT Aviation Security Co., Ltd.
 2018-present - Chairman of the Board, The Foodsource Co., Ltd.



2018-present - Director, Siamsamut Warin Co., Ltd.
2018-present - Director, Loxley Joint and Hold Co., Ltd.
2018-present - Director, BP-Castrol (Thailand) Co., Ltd.
2017-present - Director, Car Convenie Co., Ltd.
2017-present - Chairman of the Board, Loxbit Plc.
2017-present - Director, ASM Security Management Co., Ltd.
2016-present - Director, Loxley Trading Co., Ltd.
2016-present - Director, Loxley Global Co., Ltd.
2011-present - Director, Loxley Mobile Co., Ltd.
2008-present - Managing Director, Loxley Property Development Co., Ltd
2008-present - Managing Director, Data Mining Co., Ltd.
2005-present - Director, Ekpavee Co., Ltd.
2000-present - Managing Director, Thai Gateway Co., Ltd.
1999-present - Director, Thanakorn Vegetable Oil Co., Ltd.
1999-present - Director, The Lam sam Estate Co., Ltd.
Present - Director, Phatra Samphant Co., Ltd.
- Director, Point Asia Land Development Co., Ltd.
- Director, Suroj Co., Ltd.
- Director, Chana Porn Co., Ltd.
- Director, Ruam Samphant Co., Ltd.
- Director, Vontarn Co., Ltd.
- Director, Satera Pattana Co., Ltd.
- Director, Surudee Co., Ltd.

5-year Past Experiences and/or Remarkable Positions:

2022-2024 - Risk Oversight Committee Member, Kasikornbank Plc.
2021-2024 - Director, Kasikornbank Plc.
2016-2024 - Director, Loxley GTECH Technology Co., Ltd.
2019-2023 - Managing Director, LB EV Co., Ltd.
2019-2023 - Chairman of the Board, Dole Thailand Ltd.
2021-2022 - Human Resources and Remuneration Committee Member,
Kasikornbank Plc.
2019-2021 - Director, CHL EV Co., Ltd.
2017-2019 - President, Loxley Plc.
2018-2019 - Director, Lox Trade Specialty Innovation Co., Ltd.
2012-2019 - Managing Director, L Food Solutions Co., Ltd.
1997-2019 - Chairman of the Board, L Business Process Outsourcing Ltd.
2004-2016 - Senior Executive Vice President, Loxley Plc.



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

Number of Attendance Meeting in 2025:

Meeting	Attendance of Meeting in 2025
Board of Directors Meeting	7 out of 7 (100%)
2025 Annual General Meeting of Shareholders	1 out of 1 (100%)

Definitions of Independent Directors

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.

Profile of proposed Auditors for the year 2026

Name	Mrs. Sasithorn Pongadisak
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	8802
Experience in Auditing	24 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 the year 2026

Name	Mr. Veerachai Ratanajaratkul
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	4323
Experience in Auditing	37 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 the year 2026



Name	Mr. Sakda Kaothanthong
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	4628
Experience in Auditing	34 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 the year 2026

Name	Mr. Udomsak Busaraniphan
Company	KPMG Phoomchai Audit Ltd.
CPA License Number	10331
Experience in Auditing	19 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 Annual General Meeting of Shareholders

<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 2026 held on 24 April 2026
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 Toey Sub-district,
Klong Toey 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 Toey Sub-district, Klong Toey 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. ๒๒๖๒๒. 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.

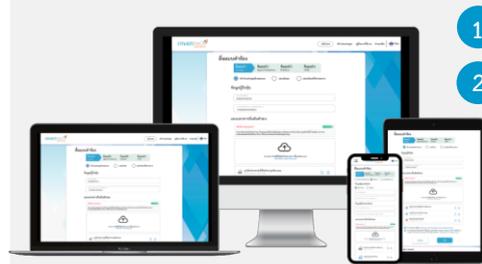
The Company holds the 2025 Annual General Meeting of Shareholders via Electronic means (E-AGM) whereby the votes are cast via Inventech Connect system instead of the physical ballots. Hence, there will not be cases regarded as invalid ballots.

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



- 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

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

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 17 April 2026 at 8:30 hrs. and shall be closed on 24 April 2026 Until the end of the meeting.
3. The electronic conference system will be available on 24 April 2026 at 12:00 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 23 April 2026 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 Toey Subdistrict, Klong Toey District, Bangkok 10110

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



02-460-9228



@inventechconnect



The system available during 17 – 24 April 2026 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)

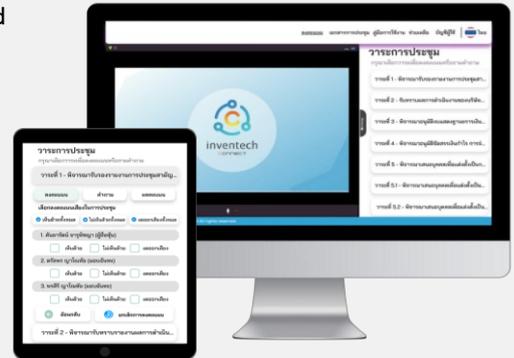


Report a problem

@inventechconnect

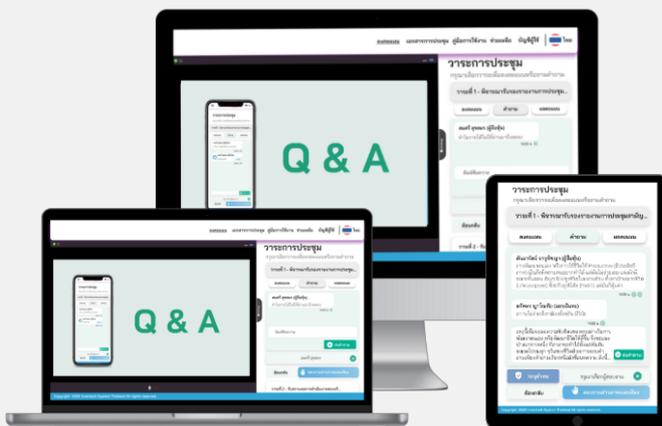
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 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 your can open the microphone and camera

How to use Inventech Connect

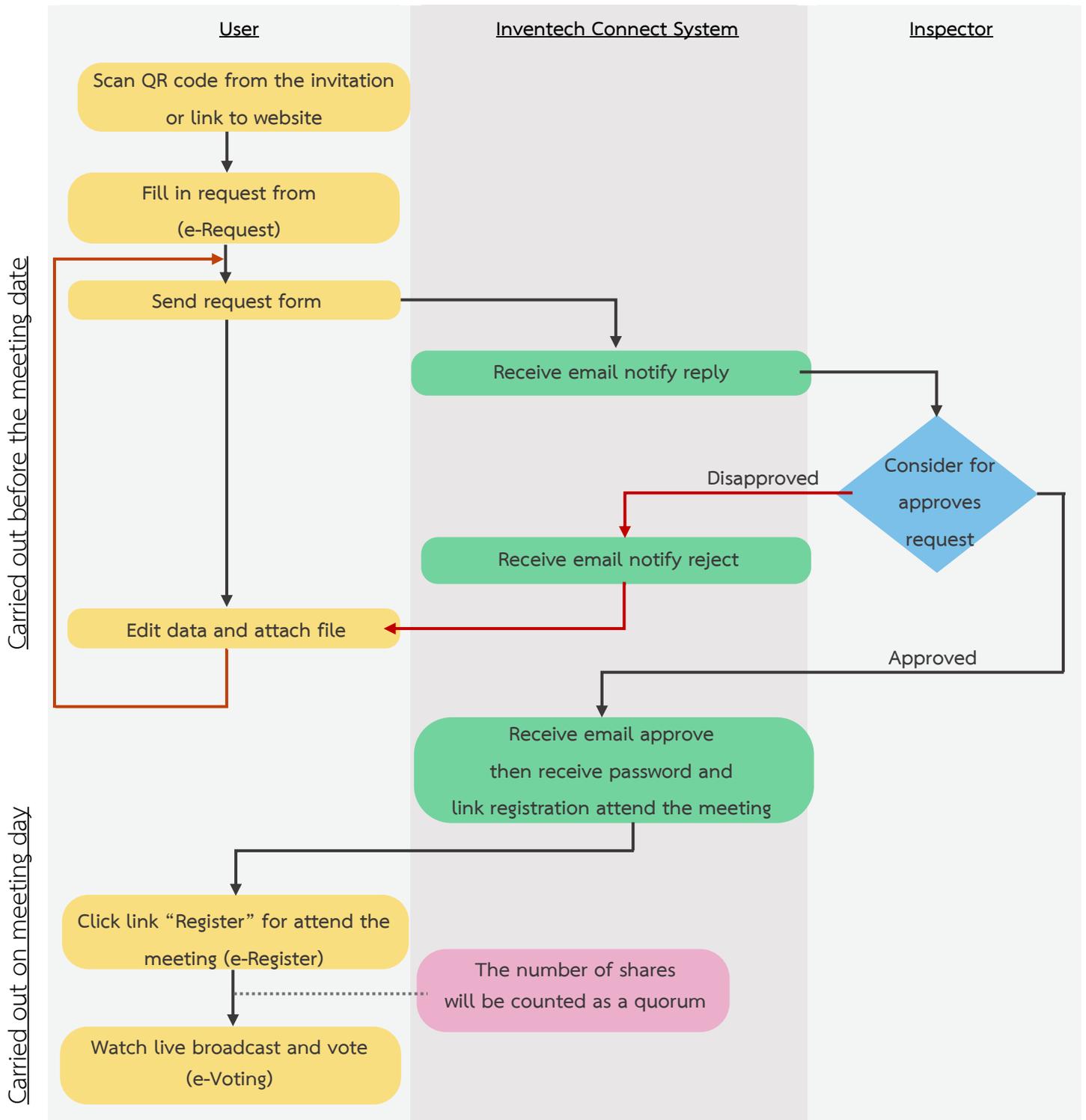


User Manual and Video of using Inventech Connect

* 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



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 2026)

	<p>Name : Mr. Supavud Saicheua, Ph.D.</p> <p>Position : Independent Director / Audit Committee Member</p> <p>Age : 68 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 2026</p> <p>Special conflict of interest differs from other directors: None</p>
	<p>Name : Nattaporn Phan-Udom, Ph.D.</p> <p>Position : Independent Director / Chairman of the Audit Committee</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 2026</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 : 56 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 2026</p> <p>Special conflict of interest differs from other directors: None</p>

Note: Details of the independent directors' profiles are provided in the 2025 Annual Report (Form 56-1 One Report)

Attachment 1: Board of Directors Profile.



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 68 years, 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110 or

() Mrs.Nattaporn Phan-Udom, Ph.D, age 67 years, 102 Na Ranong Road, KlongToey, KlongToey, Bangkok 10110 or

() Mr. Chatmongkol Peetathawatchai, Ph.D., age 56 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 2026 Annual General Meeting of Shareholders on Friday, 24 April 2026 at 14:00 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 2025.



- Agenda 2:** To consider and approve the financial statements for the year ended 31 December, 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 3:** To consider and approve the allocation of net profit as a legal reserve and the dividend payment for the year 2025 operating result.
 - (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 2026.
 - (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. Suebtrakul Soonthornthum
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - 4.2 Prof. Rawat Chamchalerm,Ph.D.
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - 4.3 Mr. Surapol Srangsomwong
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - 4.4 Mr. Suroj Lamsam
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda 5:** To consider and approve the remuneration of the directors for the year 2026.
 - (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 2026.
 - (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 2026 Annual General Meeting of Shareholders on Friday, 24 April 2026 at 14:00 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

Requisition Form of Invitation to the 2026 Annual General Meeting of Shareholders
and 2025 Annual Report

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 2026 Annual General Meeting of Shareholders

() The 2025 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 2026 Annual General Meeting of Shareholders and/or 2025 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 26 March 2026.



Download Invitation to the 2026 Annual
General Meeting of Shareholders



Download 2025 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 2026 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 2026 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 Toey Sub-district Klong Toey District, Bangkok 10110

or scan QRCode 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