

Tor 3/2558

2 March 2015

Subject: Notification of Resolution of the Company's Board of Directors Meeting No.1/2558

To: President

The Stock Exchange of Thailand

Loxley Public Company Limited ("the Company") would like to report on the resolutions made at the Board of Directors Meeting No.1/2558 held on 2 March 2015. The details of the resolution are as follows:

1. Approved the Company and consolidated yearly financial statements ended 31 December 2014 which were audited by the auditors; subject to further submission to shareholders for approval.
2. Approved the dividend payment for the operation of 2014 at the rate of Baht 0.10 per share. Nevertheless, the right in receiving the dividend must be approved from the general meeting of shareholders.
3. Approved the amendment of Company's Articles of Association Clause 5 regarding registrar works and Clause 9 regarding share repurchase as following details.

Old 5. The Company's shares are indivisible. If a share is held or subscribed by two or more persons in common, they must appoint one of them to exercise their rights as shareholders or subscribers, as the case may be. Each share certificate of the Company shall be signed by at least one Director. However, the Directors may authorize the Share Registrar under the law pertaining to securities and the securities exchange to sign or print his name thereon instead.

In case the Company authorizes the Stock Exchange of Thailand to act as registrar of its shares, procedures related to registration work of the Company shall be as determined by the registrar.

New 5. The Company's shares are indivisible. If a share is held or subscribed by two or more persons in common, they must appoint one of them to exercise their rights as shareholders or subscribers, as the case may be. Each share certificate of the Company shall be signed by at least one Director. However, the Directors may authorize the Share Registrar under the law pertaining to securities and the securities exchange to sign or print his name thereon instead.

In case the Company authorizes Thailand Securities Depository Co., Ltd. to act as registrar of its shares, procedures related to registration work of the Company shall be as determined by the registrar.

Old 9. The Company may not own its own shares nor accept pledge of the Company's own shares.

New 9. The Company may not own its own shares nor accept pledge of the Company's own shares except for the following cases

1. The purchase the shares from dissenting shareholders voting against the resolution of the shareholders' meeting on the amendment to the Articles of Association regarding the voting rights and the rights to receive dividend viewing that resolution is unfair.
2. The purchase the shares for financial management purposes while having the retained earnings and excess liquidity and such share repurchase not leading to the Company's financial problem.

The shares held by the Company shall neither be counted towards constituting a quorum of the shareholders' meeting, nor shall they confer voting rights and the right to receive dividends.

The Company shall distribute the repurchased shares as mentioned in the first paragraph within the period set out in the ministerial regulations. If the Company fails to do so or is unable to complete the distribution within the set period, the Company shall reduce its paid-up capital by writing off those unsold shares.

The repurchase of shares as mentioned in the first paragraph, the distribution of repurchased shares, and the write-off of unsold repurchased shares in the third paragraph shall be done in accordance with the rules and procedures set out in the ministerial regulations and the relevant laws.

The repurchase of shares shall be approved by the shareholders' meeting, unless the Company's shares have been listed on the Stock Exchange of Thailand and the repurchased shares accounts for no more than ten (10) percent of the paid-up capital, in which case such a repurchase of shares shall be approved by the board of directors.

4. Approved the issuance and offering of the Debentures in the principal amount of not more than Baht 1,000 million with the following details:

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| Use of Proceeds: | For operation and expansion of the business of the Company including refinancing |
| Type : | All types and all kinds of debentures which can be subordinated or unsubordinated, characterized as an amortization or bullet payment, secured or unsecured, debentures, with or without debenture holders' representative or derivative notes/debentures, subject to the prevailing market conditions at the time of issue and offering of the relevant debentures |
| Amount : | The total outstanding balance of debentures approved for issuance and offering at any particular time shall not exceed Baht 1,000 million or in other currencies with equivalent rate, and the Executive Board and/or the Chief Executive Officer may consider issuing and offering debentures by various methods, and on one or several occasions. Any number of matured debentures may be re-issued and re-offered for sale. |

Offering	:	The Debentures will be offered domestically to the public and/or on the private placement basis and/or to the institutional investors and/or the major investors either in whole or in part which could be single or multiple offerings
Interest	:	Subject to the prevailing market conditions at the time of issue and offering
Maturity	:	For short term debentures: not exceeding 270 days. For long term debentures: not exceeding 10 years
Early Redemption:		Subject to conditions of the debentures at each time of issuance
Other Conditions:		Additional restrictions and conditions of the Debentures such as the type of Debentures to be issued each time, par value, offered price per unit, interest rate, appointment of debenture holders' representative, allocation method, details of the offering, maturity, early redemption, registration on the secondary markets (if any) , shall be determined and fixed by the Board of Directors and/or the Chief Executive Officer and/or the person(s) entrusted by the Board of Directors or the Chief Executive Officer

5. Resolution to fix an annual general meeting of shareholders to be held on 29 April 2015 at 14:00 hrs., the Chao Praya Conference Room, 3rd Floor, Montien Riverside Hotel, No. 372 Rama 3 Road, Bangkhlo, Bangkok, and to fix the record date to be on 17 March 2015 in order to determine the right of shareholders in attending the meeting and receiving the dividend for the operating results for year 2014, according to section 225 of the Securities and Stock Exchange Act B.E.2535 (the amendment B.E.2551). The closing date of the Share Registry Book to be on 18 March 2015. The agendas of the meeting of shareholders are as follows:

1. To certify the minutes of the extraordinary general meeting of shareholders no. 1/2014
2. To acknowledge the report of operating results of the Company during 2014
3. To consider and approve the audited Balance Sheet and Profit and Loss Statement for the year ended 31 December 2014
4. To consider and approve the profit allocation as legal reserves and dividend payment for the Company's operation of 2014
5. To consider and elect directors to replace those retiring by rotation
6. To consider and approve the compensation for the directors of 2015
7. To consider and appoint auditors and fix their remuneration for year 2015
8. To consider and approve the amendment of Company's Articles of Association Clause 5 regarding registrar works and Clause 9 regarding share repurchase
9. To consider and the issuance and offering of the Debentures in the principal amount of not more than Baht 1,000 million
10. To consider other businesses (if any)

Sincerely yours,
Loxley Public Company Limited

(Mr. Pichai Mooputtarak)
Company Secretary