

Tor 26/2559

22 December 2016

Subject: Notification of a connected transaction

To: President

The Stock Exchange of Thailand

Loxley Public Company Limited ("the Company") would like to report on the resolution made at the Board of Directors Meeting No.6/2559 held on 22 December 2016. The resolution was approving whole investment in Loxley Wireless System Integrator Company Limited ("LWSI") from Loxley Wireless Public Company Limited ("LW"), a 85% own subsidiary of the Company. The details are as follows:

Parties Involved

Buyer: Loxley Public Company Limited

Seller: Wireless Public Company Limited

Relationship: - LW is an 85% owned subsidiary of the Company, Mr. Thongyai Chantanawan holds 8% of its shares, and Loxley International Company Limited ("Loxley Inter") holds 6.60% of its shares
- LWSI is an 85% indirect subsidiary of the Company via LW.
- 50% of shares in Loxley Inter held by Mr. Pairote Lamsam and the other 50% held by Mr. Dhongchai Lamsam.

(The directors with conflict of interest or connected directors did not attend the meeting and abstained from voting in this agenda.)

Characteristic of Transaction: LWSI is a 100% owned subsidiary of LW. The transaction is subject to the connected transaction as per the Notification of the Stock Exchange of Thailand Re: Rules, Procedures and Disclosure of Information concerning the connected Transaction of Listed Companies B.E. 2546.

Value of Transaction: 100% of shares in LWSI or 100,000 shares, total of Baht 18.30 million

Size of Transaction: Baht 18.30 million or 0.29% of the net tangible asset value of the Company and subsidiary as at 30 September 2016. The size of transaction was over 0.03% but less than 3% of the net tangible asset value as at 30 September 2016.

Source of Funding: The Company's working capital

Reason of Purchase: To adjust internal management in the Group and to increase customer base in telecom business of the Company.

Opinion of the Board: To have LWSI as a direct subsidiary of the Company shall be an opportunity to increase the Company's revenue from projects of LWSI.

Opinion of the Audit Committee which differs from the Board's: -None-

Furthermore, such purchase of LWSI shares was already approved by the Audit Committee and the Board of Directors of LW on 20 December 2016. The LW directors with conflict of interest, Mr. Dhongchai Lamsam and Mr. Thongyai Chantanawan did not attend the meeting and abstained from voting.

Please be informed accordingly.

Sincerely yours,
Loxley Public Company Limited

(Mr. Pichai Mooputtarak)
Company Secretary