

Tor 7/2560

17 March 2017

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.2/2560 held on 17 March 2017. The resolution was approving loan of Baht 150 million to Loxley Wireless Public Company Limited (LW). The transaction is subject to a connected transaction, giving financial support. The details are as follows:

Parties Involved

Finance Supporter: Loxley Public Company Limited

Finance Receiver: Loxley Wireless Public Company Limited

Relationship: - LW is an 85% owned subsidiary of the Company, Mr. Thongyai Chantanawan, Executive Vice President of the Company and Managing Director of LW, holds 8% of its shares, and Loxley International Company Limited (“Loxley Inter”) holds 6.60% of its shares
- 50% of shares in Loxley Inter held by Mr. Pairote Lamsam, Director of the Company, and the other 50% held by Mr. Dhongchai Lamsam, Director of the Company.

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

The transaction is subject to a connected transaction as per the Notifications of the Capital Market Supervisory Board No. TorChor. 21/2551 and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Rules, Procedures and Disclosure of Information concerning the connected Transaction of Listed Companies B.E. 2546.

Characteristic and Value of Transaction:

LW requests for loan of Baht 150 million. The conditions are as follows:

- 1 year term loan
 - Interest rate 4% per annum
 - LW pledges its Loxley & AIT Holding Co., Ltd. share certificate, 999,998 shares, of as security.
- LAH is a joint venture between LW and AIT in the percentage of 50:50 to invest in Campana Group Pte. Ltd. (Singapore) in order to develop Mythic Submarine Fibre Optic Cable System Project in Myanmar. LAH currently has a fully-paid registered capital of Baht 200 million.

- The price of Campana after the Commercial Operation Date estimated by finance advisor (FA) is approximately Baht 2,142 million, comparing with LW's portion is Baht 190.50 million.

Value of Transaction: Total of Baht 150 million

Size of Transaction: Baht 150 million or 2.41% of the net tangible asset value of the Company and subsidiary as at 31 December 2016. The size of transaction was over 0.03% but less than 3% of the net tangible asset value as at 31 December 2016.

Source of Funding: From the Company's working capital

Reason of Lend: To let LW pay due current loan liabilities to banks, account payable and other liabilities

Opinion of the Board: The Board considered that the transaction is reasonable and being direct benefit for the subsidiary and the Company.

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

Please be informed accordingly.

Sincerely yours,
Loxley Public Company Limited

(Mr. Pichai Mooputtarak)
Company Secretary