

-Translation-

Tor 10/2559

28 April 2016

Subject: Report on Shareholders' Resolutions 2016

To: President
The Stock Exchange of Thailand

Loxley Public Company Limited ("the Company") would like to report on the resolutions made at the Annual General Meeting of Shareholders 2016 held on 28 April 2016. There were 423 shareholders who attended the meeting, including proxies received, and representing 870,049,852 shares, equivalent to 38.4136%, the detail of the resolutions are as follows:

1. To certify the minutes minutes of the 2015 Annual General Meeting of Shareholders held on 29 April 2015, with the following majority voting results:

- Agree 895,273,132 votes, equal to 99.9870 percent
- Disagree - votes, equal to - percent
- Abstained 115,580 votes, equal to 0.0129 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote.

2. To acknowledge the report of operating results of the Company during 2015.

3. To approve the audited Balance Sheet and Profit and Loss Statement for the year ended 31 December 2015, with the following majority voting results:

- Agree 884,395,732 votes, equal to 97.5729 percent
- Disagree 21,867,851 votes, equal to 2.4126 percent
- Abstained 130,380 votes, equal to 0.0143 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote.

4. To approve the profit allocation as legal reserves amounted Baht 8,080,000 for year 2015 and approve dividend payment for the operations of 2015 to the shareholders totaling 2,264,954,770 shares at the rate of Baht 0.05 per share, in total of Baht 113,247,739. The Company has designated the names of the eligible shareholders for the dividends on 24 March 2016 and gathered the names in accordance with Section 225 of the Securities and Exchange Act by the method of closing the share registration book on 25 March 2016. The Company will pay the dividends on 9 May 2016, with the following majority voting results:

- Agree 906,236,583 votes, equal to 99.9826 percent
- Disagree - votes, equal to - percent
- Abstained 157,580 votes, equal to 0.0173 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote.

5. To re-appoint 6 directors whose tenure has ended, with the following majority voting results:

1. Mr. Dhongchai Lamsam

- Agree 879,306,013 votes, equal to 97.0044 percent
- Disagree 285,800 votes, equal to 0.0315 percent
- Abstained 26,867,700 votes, equal to 2.9640 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote. (Mr. Dhongchai Lamsam abstained.)

2. Dr. Jingjai Hanchanlash

- Agree 905,683,357 votes, equal to 99.9143 percent
- Disagree - votes, equal to - percent
- Abstained 776,156 votes, equal to 0.0856 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote. (Dr. Jingjai Hanchanlash abstained.)

3. Mr. Suraphand Bhasitnirandr

- Agree 884,192,396 votes, equal to 97.5435 percent
- Disagree 22,101,151 votes, equal to 2.4381 percent
- Abstained 165,966 votes, equal to 0.0183 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote.

4. Dr. Sompop Chareonkul

- Agree 905,453,547 votes, equal to 99.8890 percent
- Disagree - votes, equal to - percent
- Abstained 1,005,966 votes, equal to 0.1109 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote. (Dr. Sompop Chareonkul abstained.)

5. Mr. Suroj Lamsam

- Agree 882,479,689 votes, equal to 97.3545 percent
- Disagree 22,153,651 votes, equal to 2.4439 percent
- Abstained 1,826,173 votes, equal to 0.2014 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote. (Mr. Suroj Lamsam abstained.)

6. Mr. Chalermchoke Lamsam

- Agree 896,447,169 votes, equal to 98.8954 percent
- Disagree 100,580 votes, equal to 0.0110 percent
- Abstained 9,911,764 votes, equal to 1.0934 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote. (Mr. Chalermchoke Lamsam abstained.)

6. To approve the compensation for the directors of 2016 in the form of remuneration and gratuities at the same rate as the year 2015. However, any director who is the Company's staff or in any sub-committee to perform duties as specified by the SET, he/she will get additional remuneration as the case may be with the rate as follows:

The Remuneration	2016 (Current Proposal)	2015
<u>The Remuneration of the Board of Directors</u>		
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
2. Remuneration		
- Chairman	500,000 Baht/Person/Time	500,000 Baht/Person/Time
- Director	300,000 Baht/Person/Time	300,000 Baht/Person/Time
<u>The Sub-Committees include the Audit Committee and the Nominating and Remuneration Committee</u>		
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

The approval is not less than two-third:

- Agree 904,641,857 votes, equal to 99.7994 percent
- Disagree 120,656 votes, equal to 0.0133 percent
- Abstained 1,697,000 votes, equal to 0.1872 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote.

7. To approve the appointment of 4 auditors from KPMG Phoomchai Audit Ltd. as follows:
- Mr. Veerachai Ratanajaratkul CPA Registration No. 4323
Auditing during the past 5 years : 3 Years (2013, 2014 and 2015), or
 - Mr. Charoen Phosamritlert CPA Registration No. 4068
Auditing during the past 5 years : -None-, or
 - Ms. Vipavan Pattavanvivek CPA Registration No. 4795
Auditing during the past 5 years : -None-
 - Ms. Marisa Tharathornbunpakul CPA Registration No. 5752
Auditing during the past 5 years : -None-
- to be the auditors of the Company for the year 2016 with the remuneration of Baht 2,305,000 at the same rate of year 2015, with the following majority voting results:
- Agree 906,546,270 votes, equal to 99.8155 percent
 - Disagree 14,800 votes, equal to 0.0016 percent
 - Abstained 1,660,276 votes, equal to 0.1828 percent
 - Voided - votes, equal to - percent
- of the total votes of shareholders in attending the meeting and having the rights to vote.

8. To approve the issuance and offering of additional debentures within the limit of Baht 2 billion (including the original limit of Baht 1 billion, which was approved by the Annual General Meeting of Shareholders in 2015 to the total limit of Baht 3 billion) and authorize the Company's Board of Directors and/or President and/or the persons assigned by the Board of Directors or President to have authority in determining or changing terms and details related to the issuance and offering of each type/category of debentures to be issued for each time. This includes but not limited to par value, offer price per unit, interest rate, appointment of trustee, issuance and offering method, allocation method, offering details, maturity, criteria for early redemption, listing in any secondary markets (if any) and authority to take actions necessary or related to the successful issuance and offering of those debentures as specified by laws. The authorization includes appointment of distributors and underwriters; entering into and signing underwriting agreement, placement agreement and/or other relevant agreements; documents preparation and filing at Securities and Exchange Committee, Stock Exchange and relevant government agencies and/or any other relevant persons, etc. The approval is not less than three-fourths:

- Agree 906,766,220 votes, equal to 99.8045 percent
- Disagree 120,656 votes, equal to 0.0132 percent
- Abstained 1,655,000 votes, equal to 0.1821 percent
- Voided - votes, equal to - percent

of the total votes of shareholders in attending the meeting and having the rights to vote.

9. To acknowledge the appointment of Professor Raywat Chamchalerm as an independent director to replace Dr. Anusorn Saengnimnuan pursuant to Section 86 of the Public Company Act 1992. The Board already had the resolution to appoint him today.

Please be informed accordingly.

Yours sincerely,
Loxley Public Company Limited

(Mr. Pichai Mooputtarak)
Company Secretary