



THE BROOKER GROUP PUBLIC COMPANY LIMITED

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26 February 2019

Subject: Progress of investment in TRITN's newly-issued shares by means of private placement

To: The President
The Stock Exchange of Thailand

On 14 September 2018, The Brooker Group Plc (the “**Company**”) informed via the SET’s online system that the Company would subscribe the capital increase ordinary shares of Triton Holding Public Company Limited (“**TRITN**”) allotted by means of private placement for the amount of 200,000,000 shares at Bt 0.35/share. With such share subscription, the Company is entitled to receive the allotment the warrant (TRITN-W4) for the amount of 40,000,000 units free of subscription price. The foresaid TRITN-W4 has the exercise ratio 1 warrant unit for 1 share with the exercise price of Bt 0.40/share (However, TRITN’s W-4 will not be the trading securities listed on the SET since such warrants are issued on the private placement basis). The issuance of shares and TRITN-W4 and other related agenda have been considered and approved by TRITN’s the Extra-ordinary Shareholders’ Meeting No. 1/2018 on 6 November 2018. On 7 November 2018, TRITN disclosed the resolution of such Extra-ordinary Shareholders’ Meeting through SET’s online system.

The Company would like to update the progress that the Company has already completed subscribing TRITN’s ordinary shares for the amount 200,000,000 shares at Bt 0.35/share by making the payment of Bt 70,000,000 on 20 February 2019. (Remark: The Company continues to have the excess liquidity. As of 31 December 2018, the Company and its subsidiaries had cash and cash equivalents with the value of Bt 170 million, and the short-term investment which was in the form of trading securities had the value of Bt 380 million based on the consolidated financial statements).

On 26 February 2019, TRITN made the disclosure on receiving the share subscription proceeds from the private placement investors (including from the Company). Therefore, the Company has the duty to make the disclosure in relation to our subscription of TRITN’s ordinary shares via SET system corresponding to TRITN’s disclosure date and time.

The Company previously make the disclosure via SET’s online system on 14 September 2018 that the Company would not sell such PP shares by applying the silent period as stipulated on the Stock Exchange of Thailand’s Announcement in relation to Rules, Conditions and Process in listing ordinary shares and preferred shares to be the listed securities 2015, the Announcement concerning the Silent Period. The Company would like to make the reference to the trading information from www.settrade.com, the market price of TRITN was Bt 0.40/share (The market price refers to the weighted average trading price during the period of 15 consecutive trading days prior to the subscription date ie. 29 January 2019 – 19 February 2019) as detailed below:

No.	Date	Total Volume (Shares)	Total Value ('000 Baht)	Close price (Bt/share)	Average price (Bt/share)
1	18 -Feb-19	3,571,740	1,400.69	0.39	0.39
2	15 -Feb-19	4,051,248	1,583.57	0.39	0.39
3	14 -Feb-19	7,919,805	3,154.20	0.39	0.40
4	13 -Feb-19	73,341,230	29,337.48	0.40	0.40
5	12 -Feb-19	6,453,000	2,561.59	0.39	0.40
6	11 -Feb-19	2,152,222	841.47	0.39	0.39
7	08-Feb-19	5,397,800	2,122.01	0.39	0.39
8	07-Feb-19	7,269,202	2,906.56	0.40	0.40
9	06-Feb-19	11,534,001	4,614.68	0.40	0.40
10	05-Feb-19	9,558,900	3,823.62	0.40	0.40
11	04-Feb-19	15,375,200	6,150.71	0.40	0.40
12	01-Feb-19	7,841,901	3,184.51	0.40	0.41
13	31-Jan-19	10,148,956	4,135.48	0.40	0.41
14	30-Jan-19	49,211,400	20,323.90	0.41	0.41
15	29-Jan-19	10,630,100	4,252.05	0.40	0.40
		224,456,705	90,392.52		

Weighted average market price is Bt 0.40/share (90,392.52*1,000/224,456,705)
90% of weighted average market price is Bt 0.36/share

As a result, the subscription price of TRITN's ordinary shares at Bt 0.35/share is lower than 90% of the TRITN's market price. Such subscription price is considered low price. Therefore, such shares are subject to the Silent Period. The Company will subsequently make the notification whenever TRITN's shares that the Company subscribed are released out of Silent Period.

Please be informed accordingly.

Yours sincerely,

Mr. Chan Bulakul

Chief Executive Officer