



## THE BROOKER GROUP PUBLIC COMPANY LIMITED

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30 May 2019

Subject: Progress of investment in TRITN's newly-issued shares by means of private placement No. 2

To: The President

The Stock Exchange of Thailand

On 26 February 2019, The Brooker Group Plc (the “**Company**”) informed via the SET’s online system the progress of investment in TRITN’s newly-issued 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-W4 will not be the trading securities listed on the SET since such warrants are issued on the private placement basis). Thereafter, the Company has completed the payment of Bt 70,000,000 since 20 February 2019.

However, on 27 February 2019, the Company has informed the SET regarding no reception of TRITN’s capital increase shares (PP shares) as the subscription and payment period was beyond the deadline as prescribed on the *Notification of the Capital Market Supervisory Board No. TorChor 72/2558 Re: Approval for the Listed Companies to Issue the Newly-issued Shares to the Specific Investors (Codified) B.E. 2558*. TRITN has already re-do necessary capital increase process.

Today, TRITN made a disclosure via SET online system that SEC has already approved the offering of TRITN shares to the investors (including Brooker and other investor), and also notified this approval to the Company. Therefore, the Company has the duty to consistently disclosure on receiving share allocation ie. 200,000,000 shares at Bt 0.35/share. TRITN expected to register such capital increase within 10 June 2019.

Reference is made to TRITN’s disclosure through SET online system on 30 May 2019, the market price of TRTN was Bt 0.35/share (The market price refers to the weighted average trading price during the period of 15 consecutive trading days prior to the subscription date: (New Subscription payment of the Company is followed as the resolution of TRITN AGM 2019) 7 May 2019 – 28 May 2019). 90% of weighted average market price will be Bt 0.32/share

As a result, the subscription price of TRITN’s ordinary shares at Bt 0.35/share **is higher than 90% of the TRITN’s market price**. Therefore, such shares **are not subject to the Silent Period under 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 (“Silent Period Regulation”).**

However, to enhance the TRITN investors’ confidence and the Company’s intention to help TRITN strengthen its fund. The Company, per TRITN’s request, voluntarily accept to have such shares to be subject to Silent Period for 1 year by applying the similar nature of Silent Period as stipulated under Silent Period Regulation.

For TRITN-W4 40,000,000 units, after TRITN subsequently complete the share registration period to reflect our ownership in TRITN’s shares, TRIN will allocate TRITN-W4 to the Company, which TRITN expected to be completed within 1 July 2019.

Please be informed accordingly.

Yours sincerely,

Mr. Chan Bulakul

Chief Executive Officer