



THE BROOKER GROUP PUBLIC COMPANY LIMITED

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April 10, 2020

Subject: The resolution of the Board of Directors to postpone the Annual General Meeting of Shareholders No.1/2020 (“AGM”), cancel the agenda and meeting of the AGM scheduled on April 29, 2020, and approve the payment of interim dividend

To President
The Stock Exchanges of Thailand

The Brooker Group Public Company Limited (the “Company”) hereby announces that according to the invitation for the Annual General Meeting of Shareholders (“AGM”) No.1/2020, scheduled for April 29, 2020 at 10.00 a.m. at Ballroom I room, 7th floor, Sofitel Bangkok Sukhumvit Hotel, 189 Sukhumvit Road, Soi 13-15, Klongtoey Nua, Wattana, Bangkok 10110.

However, since the situation of the spreading of the Corona Virus Disease 2019 (COVID-19) has still continued in several locations. And presently, there is an announcement of the Chief responsible for rectifying the emergency situation related to security, Re: Prohibition of People Gathering, Carrying out activity and Assembling dated April 3, 2020. Therefore, in order to prevent, control and reduce the risk of spreading COVID-19 including to cooperate with the Government, the Company views that it is not appropriate to convene the 2020 Annual General Meeting of Shareholders as originally scheduled.

As such, the Board of Directors No. 2/2020 held on April 10, 2020 after due consideration, resolved as follows:

1. The Annual General Meeting of Shareholders No.1/2020, previously scheduled for April 29, 2020 will be postponed. The meeting previously scheduled with all the agenda items indicated in the Notice are cancelled including cancelling the record date for identifying the shareholders who are eligible to attend and vote at the AGM which previously fixed on March 10, 2020. Such postponement will not cause any significant effects to the Company’s business operation. The Board of Directors will consider specify the new date of AGM when the situation is resolved and suitable for holding the AGM, which the Company will inform you subsequently.
2. To approve of interim dividend payment from the company’s profit as of December 31, 2019, will be paid at the rate 0.03 Baht per share.

The interim dividend shall be payment to the existing shareholders, holding the total amount of 5,967,815,186 shares (as of April 3, 2020) **which has already included the ordinary shares arising from the exercise of warrants BROOK-W5 on March 31, 2020.** Total dividend payment will be 179,034,455.58 Baht.

Remarks: The Company has registered a change in the paid-up capital to Department of Business Development, Ministry of Commerce, on April 3, 2020.

3. To approve the amendment of the list of shareholders entitled to receive dividends (Record Date) and the dividend payment date with details as follows:

Previous

Specify the list of shareholders entitled to receive dividends (Record Date) on May 11, 2020 and the dividend payment date on May 28, 2020

Change to

Specify the list of shareholders entitled to receive dividends (Record Date) on April 24, 2020 and the dividend payment date on May 8, 2020

The Board of Directors consider approve the aforementioned rate, which is equivalent to the rate the Company intended to propose for approval at the Annual General Meeting of Shareholders, to reduce impact from the sudden and indefinite postponement of the meeting. With the interim dividend payment rate 0.03 Baht per share combined with the rate of 0.02 Baht per share for the first half of 2019, approved by the Board of Directors on September 4, 2019, including the special dividend at the rate of 0.02 Baht per share which had been paid on 12 December 2019 the total dividend payment derived from the Company's profit in 2019 will amount to 0.07 Baht per share. In this regard, the Board of Directors will not propose any other dividend payment for 2019.

The Company apologizes for the short notice of this announcement on the postponement of the AGM. In the meantime, the Company will continue to closely monitor of the COVID-19 outbreak as well as consider alternatives allowed by the law so as to be able to hold the Annual General Meeting of Shareholders as soon as is reasonably practicable.

Please be informed accordingly.

Yours sincerely,

Mr. Chan Bulakul
Chief Executive Officer