



THE BROOKER GROUP PUBLIC COMPANY LIMITED

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14th July 2020

To : The President
The Stock Exchange of Thailand

Re: Notification of the Resolutions of the Annual General Meeting of Shareholders No.
1/2020

The Annual General Meeting of Shareholders of The Brooker Group Public Company Limited (the "Company") No. 1/2020 held on 14th July 2020, at Ballroom II and III room, 7th floor, Sofitel Bangkok Sukhumvit Hotel, 189 Sukhumvit Road, Soi 13-15, Klongtoey Nua, Wattana, Bangkok 10110.

There are 58 shareholders, in person and by proxy representing a total of 3,783,842,267 shares were present at the Meeting. The shares present in aggregate were more than one-third of the total paid-up shares of the Company (5,967,815,186 shares) and thus formed a quorum under Article 19 of the Company's Articles of Association. The resolutions passed at the Meeting are as follows;

1. To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2019 held on 24th April 2019.

The Meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders No. 1/2019. The vote results are as follows:

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,902,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,902,267	100.00

Remark: There is one additional shareholder representing 60,000 shares in aggregate additionally presented.

2. To consider and acknowledge the operating results and approve the audited financial statements for fiscal year 2019.

The Meeting resolved to acknowledge the report on the Company's operating results and approve the audited financial statements for fiscal year 2019. The vote results are as follows:

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,942,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

Remark: There is one additional shareholder representing 40,000 shares in aggregate additionally presented.

3. To consider the allocation of net profit as legal reserve, to acknowledge the interim dividends payment, the special dividend payment and propose no additional final dividend payment for the year 2019.
 - 3.1 Approved no allotment of the Company's legal reserve. As during the year 2019, the legal reserve of the Company already reached the minimum amount required by law (10 percent of the registered capital), the Company did not have to allocate the legal reserve at the end of 2019. At present, the Company's legal reserve is 88,087,576.04 Baht. (Its registered capital is 880,875,760.38 Baht.) This is in compliance with the Public Limited Company Act B.E. 2535 and Clause 40 of the Article of Association of the Company.
 - 3.2 Acknowledged the 1st interim dividend payment for the first half of 2019 (January 1- June 30, 2019) at the rate of 0.02 Baht per share which had been paid on 4 September 2019, totaling Baht 112.79 million.
 - 3.3 Acknowledged the special dividend payment at the rate of 0.02 Baht per share which had been paid on 12 December 2019 totaling Baht 112.79 million.
 - 3.4 Acknowledged the 2nd interim dividend payment for the second half of 2019 (July 1- December 31, 2019) at the rate of 0.03 Baht per share which had been paid on 8 May 2020, totaling Baht 179.04 million. This dividend payment was made in order to reduce the effects that may occur to shareholders from the postponement of the annual general meeting of the company which was scheduled on Wednesday April 29, 2020.
 - 3.5 Propose no additional final dividend payment for the year 2019 according to the financial statements ending December 31, 2019 since the company has already paid the interim dividends of operating results for accounting period from 1 January 2019 to 31 December 2019.

The vote results are as follows:

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,942,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

4. To consider and appoint the Company's auditor and approve the audit fee for fiscal year 2020.

The Meeting resolved to approve the appointment of Mr. Chaiyuth Angsuwithaya Certified Public Accountant No. 3885 or Mrs. Natsarak Sarochanunjeen Certified Public Accountant No.4563 or Ms. Daranee Somkamnerd Certified Public Accountant No. 5007 or Ms. Jarunee Nuammae Certified Public Accountant No. 5596 of A.M.T. & Associates as the company's auditor and its subsidiaries for the year 2020, and to fix the audit fee of a maximum of 1,760,000 Baht. The vote results are as follows:

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,942,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

5. To consider and elect directors to replace those who are due to retire by rotation.

The Meeting resolved to approve the appointment of the nominated people as Directors, namely, Dr. Peter Weldon, Mr. Robert William McMillen, Mr. Kirin Narula and Mr. Phongchai Sethiwan as Directors of the Company.

The appointment of directors.

- a. The re-appointment of Dr. Peter Weldon who would retire by rotation for another term with the vote results are as follows;

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,941,767	100.00
2. Negative votes	500	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

- b. The re-appointment of Mr. Robert William McMillen who would retire by rotation for another term with the vote results are as follows;

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,942,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

- c. The re-appointment of Mr. Mr. Kirin Narula who would retire by rotation for another term with the vote results are as follows;

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,942,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

- d. The re-appointment of Mr. Phongchai Sethiwan who would retire by rotation for another term with the vote results are as follows;

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,942,267	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,942,267	100.00

6. To consider and fix the remuneration of the Company's Board of Directors for the period of 1 January 2020 - 31 December 2020.

The Meeting resolved to approve to fix the remuneration of the Company's Board of Directors for the period of 1 January 2020 to 31 December 2020 at a maximum amount of Baht 5,300,000 (Five Million and Three Hundred Thousand Baht). The vote results are as follows:

Votes	Number of votes	Percentage of voting rights exercised by the shareholders present (%)
1. Affirmative votes	3,783,947,367	100.00
2. Negative votes	0	0.00
3. Abstaining votes	0	0.00
TOTAL	3,783,947,367	100.00

Remark: There is one additional shareholder representing 5,100 shares in aggregate additionally presented.

Please be informed accordingly.

Mr. Chan Bulakul
Chief Executive Officer