



THE BROOKER GROUP PUBLIC COMPANY LIMITED

26th Floor, The Trendy Building, 10/190-193 Soi Sukhumvit 13, Sukhumvit Road, Klong Toey Nua,
Wattana, Bangkok 10110 Tel: (662) 168-7100 Fax: (662) 168-7111-2
<http://www.brookergroup.com>

Date April 19, 2021

Subject: Notification on the updated number of newly-issued ordinary shares for the capital increase in order to allocate for share subscription by the existing shareholders (Rights Offering) which will be proposed to the Extraordinary General Meeting of Shareholders No. 1/2021

To: The Manager of the Stock Exchange of Thailand

- Enclosures**
1. Resolution of the Board of Directors Meeting dated 25 February 2021 (Update)
 2. Capital Increase Report Form (F53-4 for EGM) (Update)
 3. Summary of Features of Warrants to Purchase Ordinary Shares of The Brooker Group Public Company Limited No. 6 (Update)
 4. Summary of Features of Warrants to Purchase Ordinary Shares of The Brooker Group Public Company Limited No. 7 (Update)

The Brooker Group Public Company Limited hereby reported the resolution of the Board of Directors Meeting No. 2/2021 which was held on April 19, 2021 at The Brooker Group Plc. Office as follows:

It was resolved to amend the number of newly-issued ordinary shares for capital increase from that was previously notified to the Stock Exchange of Thailand on 25 February 2021.

Since the Company's number of paid-up shares has been changed due to the conversion of some of BROOK-W5 by warrant holders on 31 March 2021. The remaining units of BROOK-W5 are 237,249,034. Therefore, the Company has to amend the number of newly-issued ordinary shares for capital increase in order to be proposed for shareholders' approval at the Extraordinary General Meeting of Shareholders No. 1/2021 which will be held on 4 June 2021. The capital increase shares are to be allocated for (a) Rights Offering; (b) accommodating the exercise of the warrants ("**BROOK-W6**") which will be proposed to allocate to the Company's existing shareholders that subscribe Right Offering shares; (c) accommodating the exercise of the warrants ("**BROOK-W7**") which will be proposed to allocate to Company's existing shareholders that subscribe Right Offering shares; and (d) accommodating the rights adjustment of the warrants to purchase the newly-issued ordinary shares No.5 ("**BROOK-W5**") (as there are remaining units of BROOK-W5 from March 2021).

It can be summarized as follows:

Description	Number of share issuance
Registered Capital (from the 2021 Annual General Meeting of Shareholders which was held on 2 April 2021 approval)	7,107,006,083
Shares to be allocated for Rights Offering	1,365,576,042
Shares to be reserved to accommodate the exercise of the warrants to purchase the ordinary shares of the Company No. 6 (“BROOK-W6”), which will be allocated to the Company’s existing shareholders that subscribe Rights Offering shares	2,731,152,084
Shares to be reserved to accommodate the exercise of the warrants to purchase the ordinary shares of the Company No. 7 (“BROOK-W7”), which will be allocated to the Company’s existing shareholders that subscribe Rights Offering shares	682,788,021
Shares to be reserved to accommodate the right adjustment of the warrants to purchase the ordinary shares of the Company No. 5 (“BROOK-W5”) as indicated in the covenant of BROOK-W5	28,000,000
The new registered capital to be proposed to the Extraordinary General Meeting of Shareholders No. 1/2021 which will be held on 4 June 2021 approval	11,914,522,230

Remark: The Company’s current paid up capital as of 19 April 2021 (after the conversion of some of BROOK-W5 by warrant holders on 31 March 2021) is **6,827,880,207** shares at the par value of Baht 0.125 per share, totaling Baht 853,485,025.875.

The allocation ratio, condition, and the rights offering price in relation to the Rights Offering are **not changed** from those of the BOD’s previous resolution made and notified to the SET on **25 February 2021**.

Please see updated details in Enclosure No.1- No. 4 attached hereto.

Please be informed accordingly.

Sincerely yours,

(Mr. Chan Bulakul)
Chief Executive Officer