

VOLUNTARY Disclosure
Investment in Digital Assets
Dated 11 May 2021

Digital Asset Investment

This announcement is made by The Brooker Group Plc. (“**BROOK**” or the “**Company**”) on a voluntary basis. BROOK and its subsidiaries shall be referred herein as the “**Group**”.

At the end of first quarter 2021, The Group had purchased 122.3158 units of Bitcoin (“**BTC**”) at an aggregate value of approximately US\$6.6 million. The investment was made based on an investment plan approved by the Company’s Board of Directors (the “**Board**”). Under the plan, the Group may make a net investment in digital assets of up to Baht 1.5 billion, equivalent to approximately US\$48 million (such equivalent value of US\$ 48 mn is based on the exchange rate assumption of 31 Baht/US\$).

The investment strategy will be a diversified portfolio of multiple sectors in the Digital Asset Ecosystem, including but not limited to Bitcoin, Ethereum, Binance, Uniswap, Enjin, Filecoin, and other stable coin digital currencies. The investment is currently financed through existing cash, reallocation of existing investments, and will also be financed by most of the proceeds from the Right Offering capital increase which was disclosed on 25 February 2021 and subject to the approval at the Extraordinary Meeting of the Company’s Shareholders No. 1/2021 on 4 June 2021. The guideline is to convert approx. 50% of the Group’s assets into Digital Assets. The investment budget framework will be made by the Board which may assign its authority for investment decision to the Investment Committee. The Company expects to complete the investment plan in the second quarter of this year.

The Group has setup a new Digital Asset Division to explore new business models that can bridge traditional and digital services. Therefore, this new Division is part of our normal business operation. BROOK aims to become a globally recognized leader in the digital asset sector.

Investment Vehicle

The Group is investing in such assets through Brooker International Company Limited, an existing 100% - owned subsidiary incorporated in Hong Kong.

Counter Party Exchange Platform

The Digital Assets will be purchased through two exchanges which are highly reputable in the Cryptocurrency Industry. The first exchange is listed on NASDAQ with market capitalization over US\$50 billion. The second exchange is the largest crypto exchange in terms of trading value with US\$800 billion in March 2021. As for now, the Group’s investment will reside with the reputable Cryptocurrencies exchanges.

Rationale of Investment

The Board believes that blockchain technology which powers the Digital Asset Ecosystem has the potential to disrupt traditional financial services. With the growing adoption by retail and major global institutions, the network effect is becoming more robust, more secure, and more valuable. The open-source nature of the ecosystem is fueling innovation and congruence at rapid speed. Major companies are now integrating digital asset services into their business models. The Board believes the digital asset ecosystem is still young and has long-term growth potential.

Differentiation with Cryptocurrency Exchange Companies or Asset Tokenization Companies

The Group is not a Cryptocurrency exchange trading business that depends on trading volume for revenue. Instead, the Group has a direct holding of Digital Assets that will be booked as **Digital Assets Inventory**.

Key Risks

The Company's shareholders and potential investors should note that any Digital Assets that the Group may purchase will depend on market conditions and will be made at the Board and/or Investment Committee's discretion. Digital Assets are volatile in the near term and the prices may be subject to fluctuations. There is therefore no assurance as to the timing, quantity, type or price of any digital assets to be purchased under the investment plan. Accordingly, the Company's shareholders and potential investors are advised to exercise caution when dealing in the shares or securities of the Company. In addition, since Digital Assets transactions are in US dollar, the Group will be exposed to foreign exchange risk.

Despite the risk discussed above, and regardless of such volatility, the Group's Statement of Income will not overstate the profit from such investment. The investment is conservatively recorded as "**Digital Assets Inventory**", whereby the inventory value is booked at cost or net realizable value, whichever is lower. With this accounting policy, the Group's Statement of Income will show Digital Assets profit only at the time there is the sale of investment with profit and show losses when the value of investment is lower than the investment cost or when there is the sale of investment with losses. Therefore, with this accounting policy, the Statement of Income will not overstate the Group's profit.

To view the value of our Digital Asset Investment, please see the notes to the reviewed financial statements for the period 1Q21 – Note number 7 "Digital Assets Inventory".

Background

BROOK was the first company to list on the MAI exchange in Thailand in 2001. The Company has been doing business for over 30 years. BROOK creates value for clients by using in depth knowledge and connections to perform a wide array of advisory services for corporations and business owners. The Group focuses on offering clients a complete and hands-on advisory service to maximize value and wealth and can execute complex and time-consuming transactions efficiently. The Group has completed approximately THB300 billion in aggregate transaction value. In addition to the advisory, the Group also offers real estate consultancy and capital management services. For more information, please visit our website at www.brookergroup.com

Please be informed accordingly

Yours sincerely

(Mr. Chan Bulakul)
Chief Executive Officer