

TRITON

No. 016/2019

30 May 2019

Subject: Report on progress of the offering of newly issues shares via private placement in regard to the Annual General Meeting of shareholders 2019 and calculation of the average price previous 15 consecutive business days.

To: President
The Stock Exchange of Thailand

Triton Holding Public Company limited (“Company”) hereby informs the Stock Exchange of Thailand (“SET”) in regard to the company has disclosed the document through the ELCID; **“No.004/2019 dated 27 February 2019, Re: Notification of funds received for issuance of private placement; due to exceeding of period the company shall follow process of capital increase again.”**

Then, the Company held the Annual General Meeting of Shareholders 2019 on 30 April 2019 and resolved to allot newly issued ordinary shares. The meeting approved various matters regarding the capital increase by allotting 1,600,000,000 newly issued shares at the par value of THB 0.10 per share on private placement basis and appropriating to Zico Trust (s) Ltd. As Trustee of Asia Alpha Equity Fund 3 (“ZT-AAEF3”) for 1,400,000,000 shares, the Brooker Group Public Company Limited (Brooker) for 200,000,000 shares at the par value of THB 0.35 per shares in totaling THB 560,000,000.

After The Securities and Exchange Commission (SEC) has approved that the Company to offer the capital increase ordinary shares to ZT-AAEF3 and Brooker; therefore, the company informed the 2 investors regarding the SEC approval and timing to make the payment for the share subscription payment.

On 20 February 2019 Brooker already made the payment in advance in the amount of THB 70,000,000. Therefore, on 29 May 2019 the company appropriated 200,000,000 shares, at the offering price THB 0.35 per shares to Brooker. The Company expects that the process of paid-up capital registration shall be completed by 10 June 2019. After Booker has become a shareholder of the Company, the Company expects to proceed the issuance of the Warrants to purchase ordinary shares of the Company no.4 (TRITN-W4) in the amount of 40,000,000 Warrants pursuant to the approval by the shareholders' meeting by 1 July 2019.

Moreover, to be in compliance with the Notification of the Stock Exchange of Thailand Re: Rule, Condition and Procedures Governing the Listing of Ordinary or Preference Shares Issued for Capital Increase B.E.2558 (2015) which came into force on 6 May 2015 (“the Notification on Silent Period”), the Company is required to

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Inform market price for the previous 7-15 consecutive business days prior to the first date of the share subscription payment by the investors. For Brooker, the Company would like to inform the market price for the previous 15 consecutive business prior to the first day of the payment by the investor as the detail below:

No.	Date	Stock trading volume (share)	Trading value (Baht/share)	Average price (Baht/share)
1	07/05/2019	16,351,900	5,981,462.00	0.37
2	08/05/2019	9,386,200	3,489,540.00	0.36
3	09/05/2019	6,468,900	2,383,974.00	0.37
4	10/05/2019	10,612,900	3,807,685.00	0.36
5	13/05/2019	7,952,200	2,843,084.00	0.36
6	14/05/2019	23,299,500	8,165,985.00	0.35
7	15/05/2019	15,989,400	5,532,054.00	0.35
8	16/05/2019	15,412,600	5,249,704.00	0.34
9	17/05/2019	5,564,800	1,900,221.00	0.34
10	21/05/2019	5,336,300	1,800,973.00	0.34
11	22/05/2019	23,638,700	8,297,931.00	0.35
12	23/05/2019	4,544,900	1,565,036.00	0.34
13	24/05/2019	1,001,800	340,802.00	0.34
14	27/05/2019	5,150,800	1,814,664.00	0.35
15	28/05/2019	2,954,500	1,034,075.00	0.35
		153,665,544	54,127,850.00	

90% of the market price

0.32

Even though the offering price is THB 0.35 per share, compared to the 90 percent of weighted average market price, the offering price is higher. Therefore, it is considered that the offering price is less than 90 percent of the market price in accordance with the Notification of Stock Exchange of Thailand Re: Rule, Condition and Procedures Governing the Listing of Ordinary or Preference Shares Issued for Capital Increase B.E.2558 (2015) and the SET Circular no. Bor.Jor.(Wor) 17/2015 Re: The stipulation on prohibiting the sales of shares in specified period (Silent Period) for shares or convertible securities offered through private placement (the SET's Notification).

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To build confidence for the investor and to show sincerity of Brooker that they are determined to strengthen the Company's capital to ensure continuous growth. Brooker is willing to comply with Notification of the Stock Exchange of Thailand for this allocation of capital increase. For ZT-AAEF3, it is currently in the process of issuing the share. Moreover, ZT-AAEF3 is pleased to comply with same conditions as for Brooker.

Please be informed accordingly.

Sincerely yours,

(Mr.Chirdsak Kukiattinun)

Chief Executive Officer