

No. CGD60/0031

12 May 2017

Subject : Notice of the amendment to Memorandum of Association of Clause 4 to be in line with the increase of the registered capital

To : The President
The Stock Exchange of Thailand

As the Annual General Meeting of Shareholders for the year 2017 of Country Group Development Public Company Limited (hereinafter “Company”) was held on 27 April 2017, the meeting had the resolution in the Agenda 11 approved to reduce its registered capital from Baht 10,814,953,771 to Baht 7,336,295,227 by cancelling 3,478,658,544 unsold shares at a par value of Baht 1 each. In this regards, the meeting had the resolution approve the amendment of Clause 4 of the Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the reduction of registered capital as follows:

“Clause 4	Registered Capital of	Baht 7,336,295,227	(Seven Billion Three Hundred Thirty Six Million Two Hundred Ninety Five Thousand Two Hundred Twenty Seven Baht)
	Divided into	7,336,295,227 shares	(Seven Billion Three Hundred Thirty Six Million Two Hundred Ninety Five Thousand Two Hundred Twenty Seven shares)
	With a par value of	Baht 1 per share	(one Baht) each
	Categorized into		
	Ordinary shares	7,336,295,227 shares	(Seven Billion Three Hundred Thirty Six Million Two Hundred Ninety Five Thousand Two Hundred Twenty Seven shares)
	Preference shares	- shares	(- shares)”

As a result, the Company has already decreased the registered capital by registering the amendment to the Memorandum of Association as per the above content to Department of Business Development, Ministry of Commerce on 9 May 2017.

Furthermore, the Annual General Meeting of Shareholders for the year 2017 also had the resolution in the Agenda 12 approve to increase the registered capital of the Company from Baht 7,336,295,227 to Baht 8,966,127,954 by issuing 1,629,832,727 new ordinary shares at a par value of Baht 1 each. In addition, the meeting had a resolution in the agenda 13 approve the amendment of Clause 4 of the Memorandum of Association of the Company with respect to the registered capital of the Company to be in line with the increase of registered capital as follows:

“Clause 4.	Registered capital of	Baht 8,966,127,954	(Eight Billion Nine Hundred Sixty Six Million One Hundred Twenty Seven Thousand Nine Hundred Fifty Four Baht)
	Divided into	8,966,127,954 shares	(Eight Billion Nine Hundred Sixty Six Million One Hundred Twenty Seven Thousand Nine Hundred Fifty Four shares)
	With a par value of	Baht 1 per share	(one Baht) each
	Categorized into		
	Ordinary shares	8,966,127,954 shares	(Eight Billion Nine Hundred Sixty Six Million One Hundred Twenty Seven Thousand Nine Hundred Fifty Four shares)
	Preference shares	- shares	(- shares)”

Presently, the Company has already increased the registered capital by registering the amendment to the Memorandum of Association as per the above content to Department of Business Development, Ministry of Commerce on 11 May 2017.

Please be informed accordingly.

Yours sincerely,

- Signature -

(Mr. Ben Taechaubol)

Director and Chief Executive Officer