

Disclosure information of Asset Acquisition of Country Group Development Public Company Limited

The Board of Directors' Meeting of Country Group Development Public Company Limited (the "Company") has resolved in the meeting No. 8/2556, held on 14th November 2013, to approve the Company to acquire the UK ASSET at the approximate price of GBP 20.50 million which is 1,041.40 million in Thai Baht (calculated with foreign exchange rate on 14th November 2013 at the rate of GBP 1: THB 50.80, source: www.bot.or.th) from Mervey Bay Limited (BVI), the current owner of the asset ("Transaction"). Mervey Bay Limited (BVI) is not a related party to the Company.

The Company plan to establish subsidiary, which the Company will hold 99.99 percent of its share, to enter into transaction.

The maximum total value of considerations, calculated with one of the methods, is approximately 19.86 percent (base on the Company's consolidated financial statement as of 30th September 2013) which is higher than 15 percent but not exceed 50 percent. Therefore the transaction is categorized as Type 2 according to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on entering into Material Transactions Deemed as Acquisition or Disposal of Assets (and its amendment) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets, B.E. 2547 (and its amendment) (the "Acquisition or Disposal of Assets Notifications"). As such the Company is required to disclose information to the Stock Exchange of Thailand (the "SET") and notify its shareholder in written statement within 21 days.

1. Date/Month/Year of the Transaction

Within 4 month after the resolution of the Board of Directors

2. Involved Parties and Relationship with the Company

Seller : Mervey Bay Limited (BVI)

Buyer: Country Group Development Public Company Limited and/or its subsidiaries

Relationship with the Company: Buyer and Seller is do not have any relationship

3. The general characteristics of the Transaction

The Board of Directors' Meeting of Country Group Development Public Company Limited (the "Company") has resolved in the meeting No. 8/2556, held on 14th November 2013, to approve the Company to acquire the UK ASSET for the purpose of investment. The asset is located on East/Southeast of London, United Kingdom. The occupancy rate is 100 percent with 1 tenant. The details are as follows:

Disclosure information of Asset Acquisition

1) General Information

The UK ASSET is the investment asset located on East/Southeast of London, United Kingdom. The occupancy rate is 100 percent with 1 tenant.

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|---------------------------|--|
| Address | Unit C, Anchor & Hope Lane, Charlton, SE7 7SQ, London, England or United Kingdom |
| Owner | Mervey Bay Limited (BVI) |
| Use | Data Centre |
| Gross Internal Area (GIA) | 24,700 square feet or approximately 2,295 square meters |
| Net Tenant Area (NTA) | 14,445 square feet or approximately 1,342 square meters |
| Tenure | Freehold |
| Zoning | Industrial |
| Year of construction | Early 1990 |
| Lessee | Baltic Internet Services co., Ltd. ("BIS"), one of the large firm providing information technology services. |
| Occupancy | 100% |
| Lease Termination date | 15 th February 2033 (lease period remaining approximately 20 years) |
| Break Option | 15 th February 2023 (lease period remaining approximately 10 years) |

2) The structure of the Company in entering the Transaction

The Company plan to establish subsidiary, which the Company will hold 99.99 percent of its share, to enter into transaction. The Company's investment will conduct via lending to the establish subsidiary or increase its capital, the funds will be used for the payment of the UK ASSET.

4. The calculation of transaction size

The calculation of transaction size pursuant to the Acquisition or Disposal of Assets Notifications is as follows:

1) Net Tangible Assets

- Not applicable as the transaction is not an acquiring of securities.

2) Net Profit

- Not applicable as the transaction is not an acquiring of securities.

3) Total value of considerations

Transaction Size = Amount of Consideration Paid/Total Asset of the Company and subsidiaries
= Approximately THB 1,041.40 million /THB 5,242.72 million
= Approximately 19.86 percent

4) Value of Securities

- Not applicable as there is no issuance of securities

According to the calculation above, the total value of considerations is approximately 19.86 percent (base on the Company's consolidated financial statement as of 30th September 2013) which is higher than 15 percent but not exceed 50 percent. As such the Company has the duty to disclose information to the Stock Exchange of Thailand (the "SET") and notify its shareholder in written statement within 21 days.

5. The Asset valuation method

The asset is sold at the approximate price of GBP 20.50 million which is 1,041.40 million in Thai Baht (calculated with foreign exchange rate on 14th November 2013 at the rate of GBP 1: THB 50.80, source: www.bot.or.th) from Mervey Bay Limited (BVI). The said price is agreed between seller and buyer as per the reference fair value which is equivalent to GBP 21 – 23 million, calculated by Discounted Cash Flow Approach. The valuation of this fair value is prepared by JVS Financial Advisory Company Limited, an independent financial advisor of the Company.

6. Value of Asset

The asset is sold at the approximate price of GBP 20.50 million which is 1,041.40 million in Thai Baht (calculated with foreign exchange rate on 14th November 2013 at the rate of GBP 1: THB 50.80, source: www.bot.or.th).

7. Pros of the Transaction

- 1) The Company will obtain an appropriate return on investment in the UK ASSET.
- 2) The UK ASSET will generate stabilize incomes to the Company.
- 3) The investment in the UK ASSET will increase the Company's potentiality in expanding its property investment outside Thailand, which will diversify the Company currently investments
- 4) The investment in the UK ASSET will increase the company's investment portfolio, as such it will diversify the Company's property investment.

8. Source of Fund

The source of fund will be the Company's cash, working capital and/or the increase of Capital including the loan from financial institutions made by the Company and/or its subsidiaries.

9. Opinion of the Board of Directors on the Transaction

The Board of Directors of the Company is of the opinion that the Transaction is beneficial to the Company and its shareholders. The transaction will increase the Company's potentiality in the future business.

10. Opinion of the Audit Committee and/or the Director(s) which is Different from that of the Board of Directors expressed under clause 9

- None -

The Company hereby certified that the disclosed information is true, complete and correct.

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(Mr. Ben Taechaubol)

Director

Country Group Development Public Company Limited