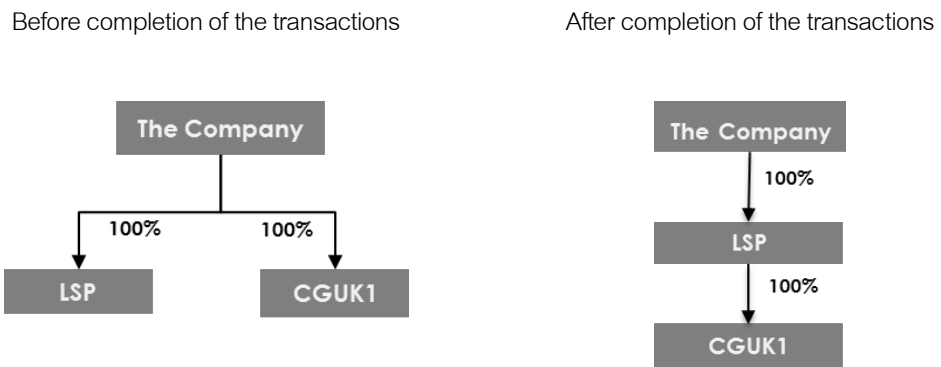


September 21, 2016

Subject : Changing the capital structure of Subsidiary Company and entering into the JV Agreement
 To : President, the Stock Exchange of Thailand

Country Group Public Company Limited (“The Company”) would like to inform you of the following:

- On September 16, 2016, the Company has changed the structure of the Subsidiaries Company by transferring the entire shares of CGUK 1 Limited (“CGUK1”), a subsidiary company in which the Company holds 100% of its shares, to Leading Schools Partnership Limited (“LPS”), a subsidiary company in which the Company holds 100% of its shares. The details of shareholding structure before and after completion of the transactions are shown below;



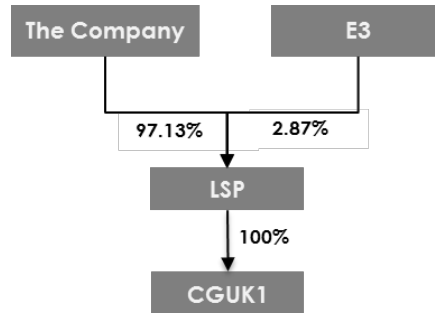
Remark

CGUK1’s shares were transferred to the Company from CGD Digital Partner Limited, a subsidiary company in which the Company holds 100% of its shares, on April, 21 2016.

- On September 21, 2016, the Company has signed the Joint Venture Shareholder’s Agreement with E3 Investment Limited (“E3”), E3’s group of company is an expert and has experience which will benefit to the Company in the future. As per the Joint Venture Shareholder’s Agreement, the Company and E3 agree to joint invest in Leading Schools Partnership Limited (“LSP”) details as below;

- 1) LSP's share capital will be 5,000,000 shares with a value of GBP 1 each
- 2) The Company will hold 4,856,635 shares or equivalent to 97.13% of total shares in LSP
- 3) The E3 will hold 143,365 ordinary shares or equivalent to 2.87% of total shares in LSP

The shareholding structure after completion of the transactions



The above transaction is not regarded as a connected transaction. The size of the acquisition is also not considered significant or a disposition of assets according to the regulations of the Capital Market Supervisory and the Stock Exchange of Thailand.

Please be informed accordingly.

Yours sincerely,

- Signature -

(Mr. Ben Taechaubol)

Director and Chief Executive Officer