

No. CGD59/0023

28 April 2016

Subject: Notice of Resolution of the Annual General Meeting of Shareholders Year 2016

To: The President of the Stock Exchange of Thailand

As the Annual General Meeting of Shareholders Year 2016 of Country Group Development Public Company Limited (hereinafter "Company") was held on 28 April 2016 at 09.30 a.m., at Victor Club on the 8th Floor of Park Ventures Ecoplex, No. 57 Wireless Road, Lumpini, Patumwan, Bangkok, the shareholder's meeting had the material resolutions as followings:

1. The Chairman informed the meeting for acknowledgement.
2. Adopted the Minutes of the Extraordinary General Meeting of Shareholder No. 1/2015 held on 21 August 2015, with the following details of votes:

Agreed	4,946,176,863	votes, equivalent to	100%	of the total votes of the shareholders who attended the meeting and voted.
Disagreed	0	votes, equivalent to	0%	of the total votes of the shareholders who attended the meeting and voted.
Abstained	0	votes, equivalent to	-	of the total votes of the shareholders who attended the meeting and voted.
Voided by	0	Votes		
3. Acknowledged the Company's operating results for the year 2015.
4. Approved the financial statements for the year ended 31 December 2015, with the following details of votes:

Agreed	5,158,011,336	votes, equivalent to	100%	of the total votes of the shareholders who attended the meeting and voted.
Disagreed	0	votes, equivalent to	0%	of the total votes of the shareholders who attended the meeting and voted.
Abstained	0	votes, equivalent to	-	of the total votes of the shareholders who attended the meeting and voted.
Voided by	0	Votes		

5. Approved the suspension of profit appropriation to statutory reserve and suspension of dividend payment for the year 2015, with the following details of votes:

Agreed	5,158,231,036	votes, equivalent to	100%	of the total votes of the shareholders who attended the meeting and voted.
Disagreed	0	votes, equivalent to	0%	of the total votes of the shareholders who attended the meeting and voted.
Abstained	0	votes, equivalent to	-	of the total votes of the shareholders who attended the meeting and voted.
Voided by	0	Votes		

6. Approved the election of Mr. Vikrom Koopirochana, Mr. Sadawut Taechaubol, Mr. Subhakorn Bhalakula and ACM Permkiat Lavanamal to be Company's directors for another term on an individual basis with the following details of votes for each director:

6.1 Mr. Vikrom Koopirochana

Agreed	5,157,392,663	votes, equivalent to	99.9999%	of the total votes of the shareholders who attended the meeting and voted.
Disagreed	1,000	votes, equivalent to	0.0000%	of the total votes of the shareholders who attended the meeting and voted.
Abstained	843,100	votes, equivalent to	-	of the total votes of the shareholders who attended the meeting and voted.
Voided by	0	Votes		

6.2 Mr. Sadawut Taechaubol

Agreed	5,125,534,863	votes, equivalent to	99.3820%	of the total votes of the shareholders who attended the meeting and voted.
Disagreed	31,872,800	votes, equivalent to	0.6180%	of the total votes of the shareholders who attended the meeting and voted.
Abstained	843,100	votes, equivalent to	-	of the total votes of the shareholders who attended the meeting and voted.
Voided by	0	Votes		

6.3 Mr. Subhakorn Bhalakula

Agreed 5,156,332,463 votes, equivalent to 99.9792% of the total votes of the shareholders who attended the meeting and voted.

Disagreed 1,075,200 votes, equivalent to 0.0208 % of the total votes of the shareholders who attended the meeting and voted.

Abstained 843,100 votes, equivalent to - of the total votes of the shareholders who attended the meeting and voted

Voided by 0 Votes

6.4 ACM Permkiat Lavanamal

Agreed 5,157,407,663 votes, equivalent to 100% of the total votes of the shareholders who attended the meeting and voted.

Disagreed 0 votes, equivalent to 0% of the total votes of the shareholders who attended the meeting and voted.

Abstained 843,100 votes, equivalent to - of the total votes of the shareholders who attended the meeting and voted

Voided by 0 Votes

7. Approved the directors' remuneration for the year 2016 in the amount of Baht 5,500,000 with the following details of votes:

Agreed 5,157,182,564 votes, equivalent to 99.9792% of the total votes of the shareholders attending the meeting.

Disagreed 1,075,200 votes, equivalent to 0.0208% of the total votes of the shareholders attending the meeting.

Abstained 0 votes, equivalent to 0% of the total votes of the shareholders attending the meeting.

Voided by 0 Votes

8. Approved the appointment of Mrs. Nisakorn Songmanee, the Certified Public Accountant; Registration No.5053, or Dr. Suphamit Techamontrikul, the Certified Public Accountant; Registration No.3356, or Mr. Permsak Wongpatcharapakorn, the Certified Public Accountant; Registration No.3427, or Mr. Niti Jeungnijirun, the Certified Public Accountant; Registration No.3809 from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., as the auditors with the powers to audit, review and express the opinions on the financial statements of the Company and its subsidiaries for year 2016. In the absence of the above-named auditor, Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd is authorized to identify one other Certified Public Accountant within Deloitte Touche Tohmatsu Jaiyos Audit Co.,Ltd. to carry out the work, by determining the audit fee for the year 2016 is Baht 2,050,000 excluding other relevant expenses e.g. accommodation and transportation expenses which will be charged on actual basis, with the following details of votes:

Agreed	5,157,207,564	votes, equivalent to 99.9792%	of the total votes of the shareholders who attended the meeting and voted.
Disagreed	1,075,200	votes, equivalent to 0.0208%	of the total votes of the shareholders who attended the meeting and voted.
Abstained	0	votes, equivalent to -	of the total votes of the shareholders who attended the meeting and voted.
Voided by	0	Votes	

Please be informed accordingly.

Yours sincerely,

(Mr. Ben Taechaubol)
Director and Chief Executive Officer