



Nation International Edutainment Public Co., Ltd.

a subsidiary of Nation Multimedia Group Public Co., Ltd.

บริษัท เนชั่น อินเทอร์เน็ตเอน터테인먼트 จำกัด(มหาชน)

เลขที่ 333 อาคารสำนักงาน ชั้นที่ 24 ซอยเฉยพวง ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900

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30 November 2018

Subject: Notification on the non-subscription of newly-issued ordinary shares allocated to specific persons on a private placement basis in the portion of Mrs. Tuenjai Purintaraphiban

Attention: President
Stock Exchange of Thailand

Reference is made to the Extraordinary General Meeting of Shareholders No. 1/2561 of Nation International Edutainment Public Company Limited (the “**Company**”) held on Tuesday 30 October 2018, which resolved to approve the allocation of newly-issued ordinary shares under the Specific Objective basis to offer to specific investors on a private placement basis, namely Silom Road Limited, Mr. Viroj Tangjetanaporn, and Mrs. Tuenjai Purintaraphiban at the par value of Baht 1.00 per share, at an offering price of Baht 1.4000 per share which is not lower than 90 percent of the market price under the criteria of the Notification of the Capital Market Supervisory Board No. Tor Chor. 72/2558, Re: Approval of Offering for Sale of Newly-Issued Shares by Listed Companies to Specific Investors (Codified Version) (the “**Tor Chor. 72/2558 Notification**”). In this regard, the market price means the weighted average price of the Company's shares in the Stock Exchange of Thailand (the “**SET**”) for 15 consecutive business days prior to the date the board of directors' meeting resolved to propose the agenda to the shareholders' meeting to approve the issuance and allotment of newly issued shares on a private placement basis, from 24 July 2018 to 16 August 2018, which is equivalent to Baht 1.5526 (data from SETSMART of the SET).

The Company would like to announce that the subscription and payment period was scheduled to be completed by 30 November 2018, and the Company was notified by Mrs. Tuenjai Purintaraphiban that she would not subscribe for newly-issued ordinary shares in the amount of 25,000,000 shares at a price of Baht 1.4000 per share, totaling Baht 35,000,000, received from the allocation wholly or partly since another investment opportunity had arisen, the return on which is expected to be higher than that of the investment in the newly-issued shares of the Company. In this regard, on 28 November 2018, the Company allocated newly-issued ordinary shares to Silom Road Limited and Mr. Viroj Tangjetanaporn in full according to the allocated amount, and received payment from Silom Road Limited and Mr. Viroj Tangjetanaporn, in the total value of 273,700,000.

The Company has considered and viewed that the non-subscription of newly-issued ordinary shares of Mrs. Tuenjai Purintaraphiban will not have an effect on the plan for utilizing the proceeds. The Company will adjust the business plan to be suited for the current situation and the plan for utilizing the proceeds of Baht 273,700,000, and the Company believes that the potential of the group of investors purchasing the newly-issued shares, who have experience in carrying on business in several countries, in various industries and also have extensive experience in finance and investments will help support the Company to be able to find other additional sources of funds both domestically and internationally.

Please be informed accordingly

Yours sincerely,

Mr. Pana Janviroj
Chief Executive Officer