



Cloud Nine Education Group Ltd. Announces Share Consolidation

Vancouver, B.C. – (February 20, 2019) Cloud Nine Education Group Ltd. (the “**Company**” or “**Cloud Nine**”) (CSE:CNI) today announces it intends to seek Canadian Securities Exchange (the “**CSE**”) approval to consolidate all of its issued and outstanding common shares (the “**Common Shares**”) on the basis of up to every five (5) old Common Shares being consolidated into one (1) new Common Share (the “**Share Consolidation**”). The proposed Share Consolidation, pursuant to the articles of the Company, has been approved by the board of directors.

As a result of the proposed Share Consolidation, the number of issued and outstanding Common Shares will be reduced from 40,732,519 Common Shares to 8,146,503 Common Shares respectively. No fractional shares will be issued as a result of the Share Consolidation and all fractional interests will be rounded down to the nearest whole number of Common Shares.

Each shareholder’s percentage of ownership in the Company and proportional voting power will remain unchanged after the Share Consolidation, except for minor changes and adjustments resulting from the treatment of fractional shares.

Management of the Company believes that the proposed Share Consolidation will position the Company to gain greater exposure to investors that are not willing to trade equity stocks below a certain threshold. Management believes the Share Consolidation will increase its liquidity.

The Company does not intend to change its name or its current trading symbol in connection with the proposed Share Consolidation.

The effective date and other pertinent details including the new CUSIP and ISIN numbers as a result of the Share Consolidation will be disclosed in a subsequent news release.

Notwithstanding the foregoing, the board of Directors may, in its discretion determine not to effect the Share Consolidation.

About Cloud Nine Education Group Ltd.

The Company specializes in the development and sale of its English language curriculum called the Cloud Nine ESL Program. The system is technologically advanced and replaces textbooks with tablets and smart phones, which better meet the needs of today’s highly mobile student base. YouTube videos and internet links are embedded in the curriculum’s core content to create a dynamic and interactive platform. The digital format gives students more robust and easily accessible learning material - over 3,000 pages with video stories - than textbooks provide. Teachers enjoy the engaging format for interaction with students.



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Forward-Looking Information

Statements in this press release include certain “forward-looking information”. Readers are cautioned that actual events may vary from the forward-looking information contained in this news release. Material risk factors that could cause actual results to differ materially from the forward-looking information in this news release include, but are not limited to, changes in market conditions or regulatory requirements applicable to the Offering. The forward-looking information in this news release is based on the assumptions that market conditions and regulatory requirements will not change in any material respect and that the Company will be able to obtain all approvals required for the completion of the Offering, including approval of the Company's listing on the Canadian Securities Exchange. The Company does not assume any responsibility for updating forward-looking information, except as required by law.