

Readers should be aware that only the original Thai text has legal force, and that this English translation is strictly for reference.

**Notification of the Office of the Securities and Exchange Commission
No. Aor Jor. 5/2543
Re: Criteria, Conditions, and Procedure for Application for Waivers
for Making Tender Offers for All Securities of Businesses
with Objective of Assisting Business Rehabilitation
(No. 2)**

The SEC Office prescribed and notified that a person who has the duty to make a tender offer for all securities of a business may apply for a waiver for making a tender offer to provide assistance or for business rehabilitation purposes, providing that a financial advisor must be appointed to verify and certify the necessity for the business to receive financial assistance or undergo business restructuring. Furthermore, the financial advisor must be independent in performing its duties where the relevant provision in the *Notification governing the Granting of Approval of Financial Advisors and Their Scope of Work* shall apply *mutatis mutandis*. In order to compile all criteria on operation of financial advisors in the *Notification governing the Granting of Approval of Financial Advisors and Their Scope of Work*, the SEC Office hereby repeals the provisions prescribed in other notifications by issuing the following regulations:

Clause 1 Paragraph 2 of Clause 2 of the *Notification of the Office of the Securities and Exchange Commission No. Aor Jor. 8/2541 Re: Criteria, Conditions, and Procedure for Application for Waivers for Making Tender Offers for All Securities of Businesses with Objective of Assisting Business Rehabilitation* dated 25 June 1998 shall be repealed.

Clause 2 This Notification shall come into force from 28 February 2000.

Notified this 25th day of February 2000.

(Mr. Prasarn Trairatvorakul)
Secretary-General
Office of the Securities and Exchange Commission