

Securities and Exchange Act B.E. 2535

Section 4. In this Act

"securities" means

- (1) treasury bills;
- (2) bonds;
- (3) bills;
- (4) shares;
- (5) debentures;
- (6) investment units which are instruments or evidence representing the rights to the property of a mutual fund;
- (7) certificates representing the rights to purchase shares;
- (8) certificates representing the rights to purchase debentures;
- (9) certificates representing the rights to purchase investment units;
- (10) any other instruments as specified by the SEC.

"bill" means any bill issued for raising funds from the public as specified in the notification of the SEC.

"debenture" means any debit instrument of whatever name excluding bills, divided into units, each with equal value and a predetermined rate of return, issued by any company to a lender or purchaser, representing the right of the holder of such instrument to receive money or other benefit.

"underwriter" means any person who underwrites the sale of securities to the public.

"prospectus" means any document issued for the purpose of inviting any person to subscribe or purchase the securities issued or offered for sale by the issuer or the seller.

"company" means any limited company or public limited company including a juristic person established by specific law with the object of undertaking business.

"securities company" means any company, or financial institution licensed to undertake securities business under this Act.

"securities business" mean any of the following securities businesses:

- (1) securities brokerage;
- (2) securities dealing;
- (3) investment advisory service;

- (4) securities underwriting;
- (5) mutual fund management;
- (6) private fund management;
- (7) other businesses relating to securities as specified by the Minister upon the recommendation of the SEC.

"securities brokerage" means brokering or representing any person in the purchase, sale or exchange of securities in the normal course of business in consideration of a commission, fee or other remuneration therefrom.

"securities dealing" means a purchase, sale or exchange, outside the Securities Exchange or an over-the-counter centre, of securities, for one's own account in the normal course of business.

"investment advisory service" means giving advice in the normal course of business to the public whether directly or indirectly concerning the value of securities or the suitability of investing in those securities or the purchase or sale of any securities in consideration of a fee or other remuneration excluding the giving of advice to the public in the manner as specified in the notification of the SEC.

"securities underwriting" means the underwriting of all or part of the securities from a company or owner of securities for sale to the public in consideration of a fee or other remuneration whether with or without any conditions.

"mutual fund management" means the management of investments under a mutual fund project by issuing investment units of each project for sale to the public and bringing proceeds therefrom to invest in, or procure for profit from holding in, securities, derivative, or any other properties, or invest in or procure for profit by other means.

(As amended by Section 3 of the Securities and Exchange Act (No.3) B.E. 2546)

"private fund management" means the management of funds of a person or group of persons who has authorized the management of investment to acquire benefit from securities, whether or not investment in other assets is also made, which management is conducted as an ordinary course of business, in consideration of a fee or other remuneration, excluding the management of investment as specified in the notification of the SEC."

(As amended by Section 3 of the Securities and Exchange Act (No.2) B.E. 2542)

"listed securities" means registered or authorized securities for trading in the Securities Exchange.

"competent officer" means a person appointed by the Minister to execute the duties in accordance with this Act and whose name is published in the Government Gazette.

"Office" means the Office of the Securities and Exchange Commission.

"Secretary-General" means the Secretary-General of the Office of the Securities and Exchange Commission.

"Minister" means the Minister in charge of the enforcement of this Act.