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**Notification of the Office of the Securities and Exchange Commission
No. SorNor. 13/2550**

Re: Prospectus for Offering of Investment Units of Property Funds

By virtue of Section 123 of the Securities and Exchange Act B.E. 2535 (1992), the Office of the Securities and Exchange Commission hereby issues the following regulations:

Clause 1. The Notification of the Office of the Securities and Exchange Commission No. SorNor. 41/2545 Re: Prospectus Form of Investment Units of Property Fund dated 28 October 2002 shall be repealed.

Clause 2. In this Notification:

“Group” means group of persons pursuant to the Notification of the Office of the Securities and Exchange Commission concerning rules, conditions and procedures on establishment and management of property funds.

“Mutual fund” means a property fund established by a mutual fund management company with the key objective to invest the funds raised from the distribution of investment units in real estate (or property) or leasehold and to generate income from such investment;

“Specified fund” means any mutual fund which has specifically prescribed in its scheme the real estate to be acquired;

“Non-specified fund” means any mutual fund which specified in its scheme only type and location of the real estate to be acquired;

“Scheme” means a mutual fund management scheme;

“Connected person” means the connected person pursuant to the Notification of the Office of the Securities and Exchange Commission concerning the actions which may cause conflict of interest on fund management and rules to prevent the conflict;

“Underwriter” means any securities company which has a license to undertake securities business in the category of securities underwriting, and any securities company which has a license to undertake securities business in the category of underwriting of investment units;

“Property valuer” means any company whose name is on the list of valuation company as approved by the Office pursuant to the Notification of the

Office of the Securities and Exchange Commission concerning the granting of approval of valuation companies;

“Special subscriber” means the special subscriber pursuant to the Notification of the Office of the Securities and Exchange Commission concerning the rules, conditions and procedures for establishment and management of property funds;

“Fund supervisor” means a mutual fund supervisor;

“Property manager” means any juristic person appointed by a mutual fund management company to perform the duty of administrating or generating income from the real estate acquired by the mutual fund;

“Valuation report” means a report of the property valuer specifying details of the valuation or valuation review which is signed by a principal valuer whose name is on the list as approved by the Office pursuant to the Notification of the Office of the Securities and Exchange Commission governing the granting of approval of valuation companies;

“Office” means the Office of the Securities and Exchange Commission.

Clause 3. The prospectus for offering of investment units of a mutual fund prepared by the mutual fund management company shall consist of 2 parts which are:

- (1) Scheme’s Information;
- (2) Summary

Clause 4. In preparing Scheme’s Information, the mutual fund management company shall use the same particulars as Details of the Scheme as approved by the Office.

Clause 5. The Summary shall be prepared by the mutual fund management company for the benefits of investors with an aim to provide information which enables investors to choose the mutual fund with investment policy which suits their investment objective. In this regard, information shall be presented using comprehensible phrases, concisely, completely and clearly and must not be misleading or distorting of fact. Charts or any other means of presentation may be used. The Summary shall contain the following particulars:

- (1) Key features of the mutual fund;
- (2) Risks associated with investment in the mutual fund;
- (3) Tables of expenses chargeable to subscribers or unitholders or the mutual fund, including details as prescribed by the Office;
- (4) Warning and advices on investment in mutual fund which shall be printed in typeface at least as large as and more legible than that used generally in the body of such prospectus;

(5) Date, month and year of compilation of information in the prospectus;

Clause 6. Key Features of the mutual fund shall include the following particulars:

(1) Name, type and maturity of the scheme;

(2) Date of approval for establishment and management of the mutual fund;

(3) Questions and answers concerning the key features of the mutual fund which at least include the followings:

(a) What kinds of investments are suitable for this mutual fund?;

(b) What real estate or leasehold will be acquired from proceeds of this mutual fund? What are the characteristics of the real estate or leasehold?:

1. With respect to specified funds, provide the name, location, description, existing use, mutual fund's right over the real estate to be invested, lease term (if any), price of the real estate at which it will be purchased or rented, property values as stated in the valuation reports prepared by two property valuers, rationale for purchasing or renting the real estate if it will be purchased or rented at the price higher than twenty percent of the lowest value of the two valuation reports, occupancy rates for the past three years (if any), and the list of name of owner, lessor, assignor or grantor of right over the property to be invested by the mutual fund. For the case that the lessor, assignor or grantor of right over the property is not the owner, description of the right that such persons have over the property to be acquired;

2. With respect to non-specified funds, provide the type and location of the real estate or leasehold to be invested by the mutual fund.

(c) How the property will generate income? What is the policy for managing the property?;

(d) What is the market overview of the segment related to the property from which the mutual fund plans to generate income?;

(e) How the property will be insured?;

(f) For the case of sublease of a property or lease of a building or tenement where the lessor is not the owner who holds the deed or the utilisation certificate, if the owner of the deed or the person of possessory right under the utilisation certificate terminates the contract without arrangement of any insurance against such termination, what are the possible impacts on the performance of the mutual fund?;

(g) What are the names or characteristics of special subscribers, owners, lessors, assignors of lease and grantors of right over the property to be

acquired by the mutual fund and their group? And how many investment units will be allotted to them? What is the proportion allotted?;

(h) What do investors get from their investment?;

(i) What are factors which significantly affect the investment of investors?;

(j) What are difference between risks associated with investment in this mutual fund and those of other mutual funds which are not property funds?;

(k) Is the mutual fund management company, executives of the company, fund manager, fund supervisor, property valuer, advisor, property manager or their connected persons related to the owners, lessors, assignors of leasehold or grantors of right over the property to be acquired by the mutual fund?

(4) Questions and answers on other information relating to investment in the mutual fund, investors' right and other stakeholders, e.g., purchasing and selling investment units, allotment of investment units, restriction on allotment to any person or any group, restriction of right of unitholders who hold investment units in excess of one third of total outstanding units, channel on which investors can have access to information on values of investment units, complaint lodging channels and procedures, listing in the Stock Exchange of Thailand, fund supervisor, property valuer, property manager (if any), advisor (if any), registrar, underwriter (if any), and auditor, etc.

Clause 7. With regards to risks associated with investment in mutual fund, the mutual fund management company shall specify risks such as risk associated from economic outlook which renders effects on real estate business, competitive risk, risk from natural disaster, operational risk of property manager, (if any), risk from lack of liquidity in trading of investment units, risks associated with property fund in comparison with those of other type of mutual funds, etc., including investment management measures to minimise each type of risk, (if any).

Clause 8. As for warnings and advices relating to investments in investment units, there shall be warning statements and advices as follows:

(1) Warning that investment in mutual fund is not the same as deposits and therefore bears certain investment risks. Investors may receive repayments which can be more or less than their initial investment. In addition, main revenue of this mutual fund comes from rental income therefore investors should take into account information concerning the real estate, capability of property manager and overview on rental business and should carefully study risk factors specified in the prospectus.

(2) In respect of non-specified funds, warning that the mutual fund has not specified the real estate to be acquired and that investment decisions are subject to the discretion of a fund manager.

(3) Warning indicating that the mutual fund is a juristic person separating from the mutual fund management company.

(4) In case of mutual fund which invests in leasehold, warning that when the lease term expires the value of investment units may decrease to nil and that the mutual fund does not reserve funds for repayment upon dissolution but may make repayment of principal, wholly or partially, through decreasing of registered capital of the mutual fund prior to the dissolution.

(5) In case where there may be a conflict of interest in managing of the mutual fund, warning that the mutual fund management company may invest in securities or other assets for its own portfolio as well as for the mutual fund whereas the company will arrange for an operational system to prevent any conflict of interest to ensure fairness for unitholders, etc.

(6) Advices indicating that investors should study and understand the information contained in the prospectus and should keep the prospectus for future reference. Investors should clarify any enquiry with the investor contact person before purchasing investment units.

(7) Advices indicating that should the investors wish to obtain further information, they can request for Scheme's Information from the mutual fund management company or the underwriter.

The warnings and advices under (1), (2), (4) and (6) shall be printed in a quadrilateral frame on the first page or front cover, in case that the prospectus has a cover, on the top or bottom of the page. The warnings and advices under (3), (5) and (7) shall be placed before the date month and year of compilation of information in the prospectus.

Clause 9. This Notification shall come into force as from 1 October 2007.

Notified on this 28th day of June 2007.

(Mr. Thirachai Phuvanatanarubala)
Secretary-General
The Office of the Securities and Exchange Commission

Note: The reason for issuing this Notification is to ensure that the prospectus will contain detailed information of property fund which enables investors to make informed investment decisions comfortably and correctly and that it can be used as reference by salespersons effectively and help fulfilling the objectives of such property fund.