

Form 35-FE-2 Checklist

Checklist of Information and Documents Supporting the Application for Approval (In respect of an offer for sale of newly issued securities of foreign company having shares listed on the Stock Exchange of Thailand)

Items	For Applicant		For Official	
	Yes (Ref. No.)	No	Yes	No
1. Application form (Form 35-FE-2)				
2. SET letter of certification of initial qualifications (in case where the securities will be listed on the SET)				
3. Information relating to the offeror (in case of no exemption on filing of a registration statement):				
3.1 A registration statement and draft prospectus containing information pursuant to Section 69(1)-(10) and containing at minimum the most updated information submitted to the home exchange or home regulator disclosing the restrictions and risks as required.				
3.2 The registration statement and draft prospectus containing information according to 3.1 or using Form 69-FE (in case where the offer is made in ASEAN countries on or about the same time)				
4. A copy of a resolution of a shareholders' meeting approving share issuance and/or a copy of a board's resolution, if any				
5. A copy of agreement authorizing other person an absolute power of management, if any				
6. Letter of confirmation to perform duties of the financial advisor, if any				
7. Letter of appointment of a representative in Thailand, explicitly defining its scope of duties and responsibilities.				
8. Evidence that the offer for sale of newly issued securities has been made in accordance with the law and regulations applicable with the foreign company (in the case where the foreign company is not required to obtain approval from its home regulator or home exchange for its offer for sale of newly issued securities in Thailand), such as: <ul style="list-style-type: none"> - A representation of the foreign company for a case of PP* or RO** offering - An opinion of legal advisor for other type of offering. Specify the document: _____				

Items	For Applicant		For Official	
	Yes (Ref. No.)	No	Yes	No
<p>9. Evidence that the offer for sale of newly issued securities has been approved by the home regulator or home exchange to be made in any jurisdiction (other than the case under 8), such as:</p> <ul style="list-style-type: none"> - A representation of the foreign company for a case of PP* or RO** offering - A copy of an approval letter of the home regulator or home exchange. <p>Specify the document: _____</p>				
10. Terms and conditions, if any (in case of offer for sale of warrants)				
11. A legal advisor's opinion (in case of public offering of warrants) confirming that the nature of the securities and the content of the terms and conditions conform to the rules on public offering of warrants applicable in the jurisdiction in which the home exchange is located.				
12. Summary of the law or regulations of the jurisdiction of the home exchange and websites of reference to the regulations containing details that the foreign law or regulations do not require information disclosure to investors before making the offer for sale of securities being applied for approval. (In case of the offering is made on or about the same time in Thailand and in the jurisdiction in which the home exchange is located and the law or regulations do not require any information disclosure to investors before making the offer for sale of securities being applied for approval, such as a private placement in foreign market).				

Remark: * PP means a private placement of securities which is exempt from filing a registration statement.

** RO means a rights offering of shares which are transferable to third parties.