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Notification of the Capital Market Supervisory Board

No. TorChor. 20/2555

Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Result of Issuing Company (No. 7)

By virtue of Section 16/6 of the Securities and Exchange Act B.E. 2535 (1992) as amended by the Securities and Exchange Act (No. 4) B.E. 2551 (2008) and Section 56 of the Securities and Exchange Act B.E. 2535 (1992) which contain certain provisions relating to the restriction of rights and liberties of persons which Section 29 in conjunction with Section 33, Section 34, Section 41, Section 43, Section 44 and Section 64 of the Constitution of the Kingdom of Thailand so permit by virtue of law, the Capital Market Supervisory Board hereby issues the following regulations:

Clause 1. Provision in (3) of Clause 2 of the Notification of the Capital Market Supervisory Board No. TorChor. 11/2552 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Result of Issuing Company dated 13 March 2009 shall be repealed and replaced with the following provision:

“(3) “financial institution” means:

(a) commercial bank, finance company or credit foncier under law on financial institution business;

(b) securities company under the law on securities and exchange;

(c) financial institution established under specific law which is financial institution under law on interest on loan of financial institutions;”

Clause 2. Provision in Clause 5 of the Notification of the Capital Market Supervisory Board No. TorChor. 11/2552 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Result of Issuing Company dated 13 March 2009 as amended by the Notification of the Capital Market Supervisory Board No. TorChor. 6/2554 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Result of Issuing Company (No. 5) dated 18 March 2011 shall be repealed and replaced with the following provision:

“Clause 5 Issuing company established under Thai law shall comply with the following rules, submitting financial statements to the SEC Office within the

same period as that of the authority that directly supervises business undertakings or the Ministry of Commerce, whichever period comes first:

(1) complying with any of the following conditions:

(a) offer for sale of debentures or bill in total amount to institutional investor or high net worth investor;

(b) such issuing company is financial institution and offer for sale of short-term debentures or bill only;

(c) offer for sale of derivatives warrant;

(2) not having securities listed on the Stock Exchange of Thailand except derivatives warrant and;

(3) not having offered for sale of securities other than those specified in (1);

Issuing company under (1) (b) of the first paragraph that offers for sale of such securities in general offer shall file with the SEC Office annual registration statement in Form 56-1 attached to this Notification within three months as from the end of accounting period.

Issuing company under the first paragraph that issues debentures under securitization project shall file with the SEC Office annual registration statement in Form 56-4 attached to this Notification within three months as from the end of accounting period.

Issuing company under the first paragraph that issues derivatives warrant shall file with the SEC Office annual registration statement in Form 56-dw attached to this Notification within three months as from the end of accounting period.

Issuing company under the first paragraph that issues debentures as specified in Clause 4/1(1) (a) or (b) may file the documents under the first and third paragraph in English language.”

Clause 3. Provision in the second paragraph of Clause 6 of the Notification of the Capital Market Supervisory Board No. TorChor. 11/2552 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and operating Result of Issuing Company dated 13 March 2009 shall be repealed and replaced with the following provision:

“Provision in the first paragraph shall not be applicable to branch of foreign commercial bank eligible to undertake commercial bank business in the Kingdom of Thailand under the law on financial institution business that offers for sale of debentures or bill in total amount to institutional investor or high net worth investor, providing that in case of debentures, there shall be a registration of such transfer restriction only to such investor. Such issuing company shall submit a copy of financial statements to the SEC Office within the same period as that of the document under (3) of the first paragraph, providing further that the document may be prepared in English language.”

Clause 4. This Notification shall come into force as from 1 April 2012.

Notified this 28th day of March 2012.

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(Vorapol Socratyanurak)
Secretary-General
Office of the Securities and Exchange Commission
Chairman
Capital Market Supervisory Board