

TRANSLATED VERSION

As of February 20, 2014

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. Sor Chor. 27/2555

Re: Additional Provisions relating to Issuance and Offer for Sale of Units of Real Estate Investment Trusts

By virtue of Section 72 and Section 81 of the *Securities and Exchange Act B.E. 2535(1992)* which contain certain provisions relating to restriction of rights and liberties of persons which Section 29 in conjunction with Section 32, 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, and by virtue of Clause 6 of the *Notification of the Capital Market Supervisory Board No. Tor Chor. 49/2555 Re: Issuance and Offer for Sale of Units of Real Estate Investment Trusts dated 21 November 2012*, the SEC Office hereby issues the following regulations:

Clause 1 This Notification:

- (1) contains additional provisions to be used in conjunction with the provisions under the *Notification of the Capital Market Supervisory Board concerning Issuance and Offer for Sale of Units of Real Estate Investment Trusts*;
- (2) prescribes duties of related person before and after offer for sale of newly issued units.

Clause 2 This Notification contains provisions in the following matters:

- (1) application for obtaining an approval of offer for sale of newly issued units and filing of relevant evidentiary documentation or reports;
- (2) requirements relating to draft prospectus;
- (3) reporting regarding results of the public offering of units.

Clause 3 An applicant who wishes to offer for sale of newly issued units shall submit the application in accordance with Form 35-REIT attached to this Notification together with evidentiary documentation as prescribed by the *Notification of the Capital Market Supervisory Board concerning Issuance and Offer for Sale of Units of Real Estate Investment Trusts* in form of one printed document and two copies, and shall pay the application fee on the date of such submitting.

Clause 4 The unit offeror shall file draft prospectus to the SEC Office by complying with the regulations for filing of registration statement for offer for sale of units under the *Notification of the Capital Market Supervisory Board concerning Issuance and Offer for Sale of Units of Real Estate Investment Trusts, mutatis mutandis*, and shall have additional information on the following particulars:

- (1) diagram demonstrating the position of risk spectrum of REIT;
- (2) risk factors and risk management plan;
- (3) warning relating to REIT.

The additional information under the first paragraph shall be in accordance with the specified guideline attached to this Notification.

Clause 5 Unit offeror may prepare draft prospectus under Clause 4 in the form of compact disc in order that subscribers are able to choose the draft prospectus in the format of their preference. In this regard, such compact disc shall contain accurate and identical information and be presented in the same manner as information described in the draft prospectus under Clause 4.

Clause 6 Unit offeror shall report the result of sale of units to the SEC Office in accordance with Form 81-REIT attached to this Notification within 15 days as from the closing date of offering for sale.

Clause 7 In case unit offeror is unable to report the result of sale of units to the SEC Office within the specified period due to any reasonable ground, the unit offeror may submit an application for waiver to the SEC Office prior to the due date of such period together with the explanation of such ground and specify the proposed time for such report. In this regard, the SEC Office may allow an extension of reporting period if it is deemed reasonable and appropriate.

Clause 8 This Notification shall come into force as from 1 January 2013.

Notified this 21st day of November 2012.

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(Vorapol Socratyanurak)
Secretary-General
Office of the Securities and Exchange Commission