## (UNOFFICIAL TRANSLATION)

Readers should be aware that only the original Thai text has legal force and that this English translation is strictly for reference. The SEC, Thailand cannot undertake any responsibility for its accuracy nor be held liable for any loss or damages arising from or related to its use.

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## Notification of the Office of the Securities and Exchange Commission No. SorChor. 25/2553 Re: Form for Draft Prospectus (No. 6)

By virtue of Section 72 of the Securities and Exchange Act B.E. 2535 (1992) which contain certain provisions in relation to the restriction of rights and liberties of person 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 the law, the SEC Office hereby issues the following regulations:

**Clause 1.** Provision in Clause 2 and Clause 3 of the Notification of the Office of the Securities and Exchange Commission No. SorChor. 54/2543 Re: Form for Draft Prospectus dated 30 October 2000 as amended by Notification of the Office of the Securities and Exchange Commission No. SorChor. 8/2552 Re: Re: Form for Draft Prospectus (No. 5) dated 30 March 2009 shall be repealed and replaced with the following provisions:

## "Clause 2. In this Notification:

"notification related to filing of registration statement" means:

- (1) Notification of the Capital Market Supervisory Board concerning filing of registration statement for offer for sale of securities;
- (2) Notification of the Capital Market Supervisory Board concerning offer for sale of debt securities;
- (3) Notification of the Capital Market Supervisory Board concerning offer for sale of debentures denominated in foreign currency in the Kingdom of Thailand.
- **Clause 3.** Form for draft prospectus that securities offeror files with the SEC Office shall be as follows:
- (1) For offer for sale of securities not fall under (2), form for draft prospectus shall be used, *mutatis mutandis*, in accordance with registration statement that securities offeror has a duty to file under the notification related to filing of registration statement for each type of securities except for the part related to the

attached financial statements, securities offeror shall attach the latest financial statements prior to the year that the registration statement is filed and the latest quarterly financial statements by comparing such statements with the same period of the previous year;

(2) For offer for sale of securities in the form of project by using Form 69-Base or Form 69-FD as the base [registration statement] for subsequent filing of registration statement for offer for sale of debt securities, in the subsequent offering for sale debt securities, such securities offeror shall file draft prospectus with the SEC Office in accordance with the procedure provided in the SEC Office's electronic system.

Draft prospectus under the first paragraph shall have the following statements on the front page "any person may examine or request a copy of registration statement and draft prospectus at the Capital Market Information Center, Office of the of the Securities and Exchange Commission, 15<sup>th</sup> Floor GPF Witthayu Building, 93/1 Wireless Rd., Lumpini, Patumwan, Bangkok, during the working hours of the SEC Office or at http://www.sec.or.th"

In case where any notification related to filing of registration statement requires securities offeror to arrange to have financial advisor whose name appears on the SEC Office's approved list to jointly prepare registration statement, securities offeror shall also arrange to have the financial advisor jointly prepare draft prospectus."

**Clause 2.** This Notification shall come into force as from 1 July 2010.

Notified this 28<sup>th</sup> day of June 2010.

-signature-

(Thirachai Phuvanatnaranubala)
Secretary-General
Office of the Securities and Exchange Commission

**<u>Remarks</u>**: The rationale for issuing this notification is to support the preparation of draft prospectus for offer for sale of debentures denominated in foreign currency in the Kingdom of Thailand.