

**PROCEDURAL REGULATIONS  
OF THE THAILAND SECURITIES DEPOSITORY COMPANY LIMITED**

**Re: Depositing, Withdrawal, Transfer, Taking of Transfer or  
Cancellation of Transfer of Securities and Clearing for  
Transfer of Securities, 2000**

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By virtue of Clause 5 of the Regulations of the Thailand Securities Depository Company Limited Re: Operation as Depository Center, 2000 dated August 29, 2000.

Thailand Securities Depository Company Limited hereby issues the procedural regulations as follows:

1. These Procedural Regulations shall come into force on September 8, 2000.

**CHAPTER 1  
General Provisions**

\*2. The depositor may deposit, withdraw, transfer, taking of transfer or cancellation of transfer of securities by submission of an application to the Depository Center on every business day from 8.00 hours to 16.00 hours.

The depositor may transfer, taking of transfer or cancellation of transfer of securities through the computer connected with the Depository Center's securities depository system during the following hours:

(1) The transfer of securities may be made every business day from 07.00 hours to 13.00 hours and 14.15 hours to 18.30 hours.

(2) The taking of transfer or cancellation of transfer of securities may be made every business day from 07.00 hours to 13.30 hours and 14.15 hours to 19.00 hours.

If there is any change in such business hours, the Depository Center shall inform the depositor.

\*\*The provision of second paragraph shall not apply to government bonds, treasury bills or other types of government debt instruments.

(\*Amended May 31, 2005)

(\*\*Amended May 15, 2006)

3. The depositor shall appoint one or several agents and authorize such agents to act on behalf of the depositor in any dealing concerning the withdrawal, receipt of securities certificates, transfer of securities, cancellation of transfer of securities, and submission of list of securities owners in accordance with the rules prescribed by Depository Center.

The appointment, change or removal of any agent of the depositor shall be made in the rules prescribed by the Depository Center.

## **CHAPTER 2 General Depositing**

**4.** The depositing of securities, the depositor shall submit the following documents and evidence to the Depository Center:

- (1) Securities deposit slip in the form prescribed;
- (2) Securities certificate signed to endorse the transfer by the securities owner or the last transferee;
- (3) Form for taking transfer of securities on which the Depository Center is named as transferee; and
- (4) Evidence supporting the transfer of securities as required by the registrar of the securities issuing company.

In case where the law requires that the transfer of any securities certificate must be affixed with duty stamp, the depositor shall duly affix duty stamp before depositing the same with the Depository Center as required by law.

**5.** If the documents and evidence under clause 4 are correct and complete, the Depository Center will record the deposit of such securities in the securities depository account and will issue a receipt thereof to the depositor.

**\*6.** After taking securities for depositing, the Depository Center shall take the transfer of securities deposited in the name of the Depository Center in the capacity of holder acting on behalf of the depositor or the depositor's customer who is the owner of securities, using the name "Thailand Securities Depository Company Limited for Depositors" in Thai language for the securities of which a person who has Thai nationality is a securities owner, or "Thailand Securities Depository Company Limited for Depositors" for the securities of which a person who does not have Thai nationality is a securities owner.

*(\*Amended February 28, 2006)*

**\*7.** The deposit of any securities other than government bonds, treasury bills or other types of government debt instruments shall be valid on the date of deposit only if the depositor deposits them before 16.00 hours. If the depositor wishes to ensure that securities deposited in a securities depository account for the delivery and receipt of traded securities be valid by 13.30 hours on the date of deposit, the depositor must deposit them before 10.30 hours.

The deposit of government bonds, treasury bills or other types of government debt instruments shall be valid on the date of deposit only if the depositor deposits them before 10.00 hours.

*(\*Amended May 15, 2006)*

**8.** In case that a depositor deposits securities which are invalid, defective or evicted or which bear the invalid or false signature endorsing the securities certificate thereby causing any damage, the depositor must be responsible therefore.

**9.** In the case where the Depository Center cancels a securities depositing transaction resulting in a shortfall of securities in the securities depository account, the depositor shall deposit or transfer the securities in the amount of such shortfall into such

securities depository account within the business day following the date on which the Depository Center cancels such depositing transaction. If the depositor fails to do so, the Depository Center may penalize such depositor as prescribed by the Depository Center.

**10.** The securities owner who wishes to deposit securities with the Depository Center may authorize the Depository Center to deposit the same on his behalf and the Depository Center shall inform the depositor in writing of the result of the depositing.

**11.** The Depository Center shall notify the depositor of the list of securities taken for deposit before providing services of taking deposit of such securities.

### **CHAPTER 3**

#### **Depositing of Transferable Subscription Rights**

**12.** The deposit of transferable subscription rights shall be made in accordance with the following rules and procedures:

(1) The depositor must be an issuer of the transferable subscription rights.

(2) The depositor must submit an application for opening a securities depository account for depositing the transferable subscription rights only in the form as prescribed to the Depository Center.

(3) The depositor shall submit the following documents and evidence to the Depository Center:

(a) Securities deposit slip in the prescribed form;

(b) Securities certificates of the securities holder.

(4) If the documents and evidences under (3) are accurate and complete, the Depository Center shall record a deposit notation of securities in the securities depository account and issue a receipt to the depositor.

**13.** Upon maturity of the last exercise of right under the transferable subscription rights, the Depository Center will cancel the deposit of securities and be entitled to close the securities depository account of the depositor.

### **\*CHAPTER 3/1**

#### **Depositing of Underlying Shares to Support the Trading for the Exercise of Right Under Derivative Warrants**

**13/1** In this Chapter

“underlying shares” means the underlying shares under the Notification of the Securities and Exchange Commission Re: Application for Approval and Approval of the Offering for Sale of Newly Issued Derivative Warrants.

**13/2** Depositing of underlying shares to support the trading for the exercise of right under derivative warrants shall be made in accordance with the following rules and procedures:

(1) The person who will be a depositor of the underlying shares to support the trading for the exercise of right under derivative warrants must be a company issuing the

derivative warrants or a person whom is delegated by the company issuing the derivative warrants to be in charge of overseeing and keeping those underlying shares.

(2) The depositor must submit an application for opening a securities depository account to support the trading for the exercise of right under derivative warrants in the form as prescribed to the Depository Center.

(3) Depositing of the underlying shares to support the trading for the exercise of right under derivative warrants shall be in accordance with the same rules and procedures as depositing of securities in general.

(4) The Depository Center shall suspend the withdrawal or transfer of the whole underlying shares deposited in the securities depository account to support the trading for the exercise of right under the derivative warrants, except in the following cases:

a. Where there is a trading for the exercise of right under derivative warrants through the trading system of the Exchange, the depositor shall delegate the Clearing House to transfer the underlying shares under such exercise to the securities depository account for delivery and taking of delivery of securities according to the report of clearing and settlement of securities prepared by the Clearing House.

b. Where a depositing of full amount of underlying shares with the Depository Center as collateral for the delivery of underlying shares which are traded for the exercise of right under derivative warrants, the depositor may request for transfer of the underlying shares which exceeds the amount that the company issuing derivative warrants is obligated to deliver to the holders of derivative warrants traded or to be traded throughout the term of the derivative warrants, plus the amount of trading for the exercise of right pursuant to the report of clearing and settlement of securities for which the underlying shares are not yet delivered in the system of the Clearing House prior to the request for transfer.

c. In case of depositing of partial amount of underlying shares with the Depository Center as collateral for the delivery of underlying shares which are traded for the exercise of right under derivative warrants, the depositor may request for transfer of the underlying shares which exceeds the amount of trading for the exercise of right in the trading system as at the date of request for transfer, plus the amount of trading for the exercise of right pursuant to the report of clearing and settlement of securities for which the underlying shares are not yet delivered in the system of the Clearing House prior to the request for transfer.

Provided that, the transferor and the transferee of underlying shares under b. and c. must be the same depositor.

**13/3** Upon maturity of the last exercise of right under derivative warrants, if the depositor has underlying shares to support the trading for the exercise of right under derivative warrants remaining in the securities depository account to support the trading for the exercise of right under derivative warrants, the depositor agrees to allow the Depository Center to transfer those underlying shares on behalf of the depositor to other securities depository account owned by the depositor requesting for transfer.

*(\* Added August 14, 2003)*

## CHAPTER 4 Depositing of the Pledged

14. The deposit of the pledged securities must be done in accordance with the following rules and procedures:

- (1) The depositor must be the pledgee;
- (2) The depositor shall submit to the Depository Center an application to open a pledge account in the form prescribed;
- (3) The depositor shall submit the following documents and evidence to the Depository Center:
  - (a) Securities deposit slip in the prescribed form;
  - \*(b) -  
(\*Repealed February 28, 2006)
  - (c) Securities certificate endorsed for the transfer by the pledgor;
  - (d) Form for taking transfer of securities on which the Depository Center is named as transferee;
  - (e) Notification of transfer of securities with a notation of pledge as prescribed;
  - (f) Any other evidence prescribed by the registrar.
- (4) If the documents and evidences under (3) are accurate and complete, the Depository Center shall record a deposit notation of securities certificate in the securities depository account and issue a receipt to the depositor; and
- (5) The Depository Center shall suspend the withdrawal or transfer of such securities during the duration of such pledge.

\*The provisions in (3) and (4) shall not apply to the securities which are bonds, treasury bills or other types of government debt instruments.  
(\*Added February 28, 2006)

**\*14/1** The deposit of the pledged securities which are bonds, treasury bills or other types of government debt instruments must be done in accordance with Clause 14(1), (2) and (5) as well as the following rules and procedures:

- (1) The depositor shall submit the securities certificate and the document or evidence of transfer of the securities to the Depository Center according to the procedures prescribed by the securities registrar or the law governing the issuance of such securities.
- (2) The depositor shall notify the information concerning the deposit of the pledged securities as required by the Depository Center through an electronics media in the system prescribed by the Depository Center.

If the documents and evidence under (1) and the information under (2) are accurate and complete, the Depository Center shall record a deposit notation of securities certificate in the securities depository account and issue a receipt to the depositor.

*(\*Added February 28, 2006)*

**15.** The deposit of the pledged securities which have been sold on the Exchange for enforcement of the repayment of loan shall be carried out according to the following rules and procedures:

(1) The depositor shall submit to the Depository Center an application to open a securities depository account in the form prescribed, requesting to open a custody account;

(2) The depositor must submit the following documents and evidence to the Depository Center:

- (a) Securities deposit slip in the prescribed form;
- (b) Securities pledge enforcement instruction slip;
- (c) Certificate of securities sold;
- (d) Form for taking transfer of securities on which the Depository Center is named as transferee;
- (e) Notification of enforcement of pledge;
- (f) Certificate of sale of pledged securities in the Exchange for the enforcement of repayment of loan which is certified by the member of the Exchange who sold such securities in the form prescribed by the registrar;
- (g) Documents concerning the withdrawal of unsold portion of securities in accordance with Clause 23 where the securities sold are not equal to the amount appearing on the securities certificate in its entirety; and
- (h) Any other evidence prescribed by the registrar.

In this connection, the depositor may not submit such documents and evidence during the period of closure of register book for suspension of transfer of securities of the securities issuing company; and

(3) If the documents and evidence under (2) are correct and complete, the Depository Center shall record a deposit of securities certificate in the securities depository account and issue a receipt to the depositor, as well as deliver evidence relating to the sale of pledged securities in the Exchange to the registrar for further action.

**CHAPTER 5**  
**Depositing of Securities by Persons who are Prohibited from**  
**Selling within Period Designated by the Exchange**

**16.** The person who is to be a depositor of securities certificates by the persons who are prohibited from selling securities within the period designated by the Exchange shall be a company whose application submitted to the Exchange for listing of its securities is pending, and the Exchange has prohibited the management, holders of securities or any persons connected with the holders of securities of such company from selling the securities during the period designated.

**17.** The depositor shall submit to the Depository Center an application for opening a securities depository account for depositing, withdrawal or transfer of securities of silent period account in the form prescribed to the Depository Center.

**18.** The rules concerning the depositing of securities in general shall not apply to the depositing of securities certificate by the persons who are prohibited from selling securities within the period designated by the Exchange under Clause 19.

**19.** The depositing of securities certificates by the persons who are prohibited from selling securities within the period designated by the Exchange shall be made in accordance with the following rules and procedures:

(1) The depositor shall submit the following documents and evidence to the Depository Center:

(a) Securities deposit slip in the prescribed form; and

(b) Securities certificate which names the person who is prohibited by the Exchange from selling securities, as the holder of the securities.

(2) If the documents and evidence referred to in (1) are accurate and complete, the Depository Center shall keep such securities certificates during the period designated by the Exchange for prohibition of selling, and issue a receipt to the depositor.

**20.** The depositor shall deposit the entire amount of the securities indicated on the securities certificate.

**21.** The securities certificate deposited must be valid, and must not be defective, evicted or a false securities certificate.

Upon recording by the Depository Center of the securities certificate depositing transaction, if it subsequently appears that such securities certificate is invalid, defective or evicted or is a false securities certificate, the Depository Center shall cancel the depositing of such securities certificate.

If any damage occurs from the depositing of a securities certificate which is invalid, defective or evicted or false, the depositor who has deposited such securities certificate shall be responsible for damage.

**22.** The depositing of securities by the persons who are prohibited from selling securities within the period designated by the Exchange and the taking of such securities by the Depository Center for depositing in the name of the Depository Center as a nominee of the depositor or the depositor's client who is an owner of the securities shall be in accordance with the same rules and procedures as the depositing of securities in general.

The Depository Center shall suspend the withdrawal or transfer of such securities during which the period designated by the Exchange for prohibition of selling.

## **CHAPTER 6**

### **Withdrawal of Securities in General**

**23.** Withdrawal of securities, the depositor shall submit the following documents and evidence to the Depository Center:

- (1) Application for withdrawal of securities in the form prescribed;
- (2) Application for issuance of securities certificate in the form prescribed;

and

(3) Evidence supporting the withdrawal of securities as specified by the registrar of the issuer of the securities.

**\*24.** The depositor shall request for the withdrawal of securities certificate in the name of the securities owner who has Thai nationality; provided that for the withdrawal of securities recorded with designation of the name of the securities and the symbol F, the depositor shall request for the withdrawal of securities certificate in the name of the securities owner who does not have Thai nationality.

*(\*Amended February 28, 2006)*

The depositor shall be responsible for damage resulting from the issuance of a securities certificate in accordance with the information given in the request for withdrawal by the depositor.

**25.** If the application and documents and evidence under clause 23 are accurate and complete and the depositor has sufficient securities for the withdrawal, the Depository Center shall clear the depositor's securities depository account within the date on which the depositor submits such documents and evidence in the amount requested for withdrawal and shall issue a receipt to the depositor.

In collecting the securities certificate representing the securities withdrawn, the depositor shall submit the receipt to the Depository Center and may collect the securities certificate within 7 days from the date indicated on the receipt. If the depositor fails to collect the securities certificate within the said period, the Depository Center may charge a fee for keeping the securities certificate at the rate prescribed by the Depository Center.

**26.** After the Depository Center submits to the registrar a request for issuance of securities certificate, the depositor may not cancel the securities withdrawal transaction previously requested. But if the application or documents and evidence submitted by the depositor are not complete or accurate, the Depository Center may cancel such securities withdrawal transaction.

## **CHAPTER 7**

### **Withdrawal of Securities Certificate by Persons who are Prohibited from Selling within the Period Designated by the Exchange**

**27.** The depositor shall submit a request for withdrawal of securities certificate by persons who are prohibited from selling within the period designated by the Exchange only after the lapse of the period designated by the Exchange for prohibition of selling, or the person who is so prohibited pledges or places such securities certificate as security against borrowing from a financial institution.

**28.** In case that the period of prohibition from selling securities expires, if the depositor fails to apply for withdrawal of all the securities certificate with the Depository Center, the Depository Center may charge a fee for keeping the securities certificate at the rate prescribed by the Depository Center.

**29.** The depositor shall submit to the Depository Center a request for withdrawal of securities in the form prescribed.

If the application for withdrawal of securities is accurate and complete, the Depository Center shall clear the depositor's securities depository account in the amount requested for withdrawal.

**30.** In requesting for collecting the securities certificate representing the securities withdrawn, the depositor shall submit a receipt to the Depository Center and may collect the securities certificate within the business day following the date on which the withdrawal request is submitted.

**31.** The rules concerning withdrawal of securities in general shall not apply to the withdrawal of securities certificates of the persons who are prohibited from selling securities within the period designated by the Exchange.

**32.** Withdrawal of securities by persons who are prohibited from selling within the period designated by the Exchange and the taking of such securities by the Depository Center for depositing in the name of the Depository Center as a nominee of the depositor or the depositor's client who is an owner of the securities shall be in accordance with the same rules and procedures as the withdrawal of securities in general.

## **CHAPTER 8**

### **Transfer, Taking of Transfer, Cancellation of Transfer of Securities and Clearing for Transfer of Securities**

**33.** The transfer, taking of transfer or cancellation of transfer of securities shall be made in accordance with the following procedures:

(1) The depositor who has no computer connected with the Depository Center's securities depository system shall be made by submission to the Depository Center of an application in the form prescribed.

The Depository Center shall make or take the transfer on a business day following the date of receipt of such an application. The transfer or taking of a transfer shall be valid on the day of making the transfer or taking the transfer.

(2) The depositor who has a computer connected with the Depository Center's securities depository system shall be made by requesting the transfer of securities through the computer.

**34.** The transfer, taking of transfer or cancellation of transfer of securities by a depositor who has a computer connected with the Depository Center's securities depository system shall be made in accordance with the following rules and procedures:

\***(1)** When there is a transfer of securities, the transferee shall acknowledge the transfer of securities on the date of transfer of securities. In case of failure to make acknowledgement within such date, such transfer of securities shall be deemed invalid, except for the transfer of securities from the securities owner who has Thai nationality to the securities owner who does not have Thai nationality which cannot be acknowledged on the date of transfer of securities.

*(\*Amended February 28, 2006)*

(2) When the transferee of securities has acknowledged the transfer of any securities, such transferee shall be deemed to have agreed to take the transfer of securities and shall pay for the price of such securities to the transferor.

(3) In the case where the depository's computer which is connected with the Depository Center's securities depository system is out of order, and the depositor is thereby unable to transfer or take the transfer of securities through the computer himself, the depositor may submit a power of attorney authorizing the Depository Center to transfer, take the transfer or cancel the transfer on his behalf. The depositor may also submit such power of attorney by facsimile from time to time within the time designated by the Depository Center, in which case the depositor shall prepare and submit such power of attorney to the Depository Center within the business day following the business day on which the Depository Center was notified to take such action. Otherwise, the Depository Center may cancel such securities transfer transaction.

After the Depository Center has received such facsimile, the Depository Center shall transfer, take the transfer, or cancel the transfer of securities through the computer system as authorized on the date of receipt of such facsimile.

**\*35.** For the transfer of securities from the securities owner who has Thai nationality to the securities owner who does not have Thai nationality, the transferee shall submit to the Depository Center a request to effect a securities transfer transaction and supporting evidence in the form prescribed by the Depository Center within the business day on which the securities are transferred. Otherwise, the Depository Center may cancel such securities transfer transaction.

*(\*Amended February 28, 2006)*

The transfer of securities under the first paragraph, the transferor and the transferee must be the same depositor. Such transfer of securities shall be valid after the registrar has notified the Depository Center of the registration of the taking of transfer of securities.

**36.** The clearing for transfer of securities shall be made in accordance with the following rules and procedures:

(1) The securities to be delivered to the depositor who is entitled to take delivery must be securities that can be delivered according to the report on clearing and settlement prepared by the Clearing House.

\*<sup>(2)</sup> The depositor shall maintain securities in the securities depository account for delivery and taking delivery of securities traded, or in the securities depository account for depositing, withdrawal or transfer of securities, as the case may be, according to the report on clearing and settlement of securities prepared by the Clearing House.

*(\*Amended February 28, 2006)*

## **CHAPTER 9 Cancellation of Securities Deposit**

**37.** In case that the Depository Center has an order to cancel the deposit of any securities in the entirety, the depositor shall send a list of securities owners to the Depository Center within the period prescribed by the Depository Center in accordance with the rules and procedures of the preparation of list of securities owners as prescribed by the Exchange and the Depository Center for the Depository Center to compile and deliver the same to the securities issuing company for use in support of the request for issuance of securities certificates. The Depository Center shall also issue a receipt for the securities, except that where the securities issuing company fails to issue securities certificates the depositor shall contact the securities issuing company in order to take further action concerning such securities.

If the depositor sends a list of securities owners under the first paragraph which contains incomplete or inaccurate information as prescribed by the Exchange or the Depository Center thereby causing damage to the Depository Center or the securities owners, the depositor must be responsible therefore.

**38.** In requesting for the securities certificates, the depositor shall submit a receipt to the Depository Center. A request for securities certificates shall be made within 7 days from the date specified in the receipt. If the depositor fails to do so within such period of time, the Depository Center may charge a fee for keeping securities certificates as prescribed by the Depository Center.

Notified on this 1st day of September 2000.

(Signed) Nongram Vongvanich

(Mrs. Nongram Vongvanich)  
President