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Regulations

Chapter 400: Provision of Securities Registration Services to Securities Holders

401 Provision of Securities Registration Services to Securities Holders

401.01 Scope of the Provision of Securities Registration Services to Securities Holders

Securities Holders or concerned persons may ask the Registrar to provide the following securities registration services:

- (1) registration of securities transfers;
- (2) alteration of particulars in Securities Registers;
- (3) registration of securities pledge and revocation of securities pledge;
- (4) registration of securities attachment and revocation of securities attachment;
- (5) issuance of new securities certificates; and
- (6) inspection and application for making copies of particulars in Securities

Registers.

If the securities certificate for which a Securities Holder or concerned person requests service is a forged one, the Registrar shall stop the process and confiscate such securities certificate.

401.02 Submission of Documents to the Registrar

(1) An applicant for securities registration service shall proceed and use application form, in accordance with the rules and procedures prescribed by the Registrar, which shall be complete and completely signed by concerned persons.

In submitting copies of documents ancillary to the application under these Regulations, the copies of the documents, which are signed by the owner of the originals or concerned persons to certify the accuracy of the originals, shall be submitted.

Where it is deemed expedient, the Registrar may demand that the applicant for securities registration present the original copy of the document to the Registrar under these Regulations.

(2) In the case the applicant for services is unable to present an identification card, a copy of an identification document issued by a government agency, and/or any other documents as requested by the Registrar, shall be submitted, as the case may be.

(3) The application for securities registration service shall be made on a business day and during the time specified by the Registrar.

(4) In the case of an announcement of the close of the Register to suspend the transfer of any securities, the Registrar shall not register the transfer of such securities, nor change the particulars in the Securities Register, which would affect the performance of duties of the Registrar during the period that the Register is closed.

(5) Documents used for securities registration service shall be affixed with the complete stamp duties at the rate specified by law.

(6) The preparation or the certification of the accuracy of the documents by the competent officer, both domestic and overseas, shall be made within one year, prior to the date of submission to the Registrar.

401.03 Delegation of Authority to Proceed with Registration

In the request for actions in relation to the Securities Registers under these Regulations, or in connection with or with respect to the performance under these Regulations, the persons or juristic persons concerned may undertake the actions by themselves, or may appoint and authorize any person to be their authorized representative.

In regard to such appointment and authorization, a power of attorney and copies of the following documents shall be submitted as supporting documents of the request:

- (1) where the authorized person is a juristic person, a copy of the registration certificate as the juristic person and a copy of the identification card, or alien identification card, or passport of the person authorized to sign to bind the authorized juristic person shall be submitted; or
- (2) where the authorized person is a natural person, a copy of the identification card, or alien identification card, or passport of the authorized person shall be submitted.

The Registrar shall accept the power of attorney made not more than 1 year before the date of submission to the Registrar, except for the effective period that was expressly specified in the power of attorney.

401.04 Submission of Documents Prepared Overseas

Unless otherwise considered by the Registrar, if the documents submitted under these Regulations were prepared or certified as correct overseas, the following acts shall be undertaken:

- (1) the notary public or any competent authority in the country where such documents were prepared or certified correct, shall certify the signature of the person who prepared such documents, or who certified the accuracy of such documents.
- (2) an official of the Thai Embassy or Thai Consulate in the country where such documents were prepared or certified correct, shall certify the signature and the seal of the notary public or any other authority which performed the act under (1).

402. Registration of Securities Transfers

402.01 General Transfer of Securities

In regard to general transfers of securities, the following application and supporting documents shall be submitted:

- (1) an application form for the registration of securities transfers, except that in the case of a transfer of named shares of a limited company which are not registered securities, the share transfer instrument shall be submitted;
- (2) certificates of securities being transferred, which are endorsed by the transferor and the transferee;
- (3) documents ancillary to the application in each case:
 - (3.1) where the transferor and/or the transferee are natural persons of Thai nationality, the copies of the identification cards of the transferor and the transferee shall be submitted;
 - (3.2) where the transferor and/or the transferee are natural persons of nationalities other than Thai, the copies of the alien identification cards or passports of the transferor and the transferee shall be submitted;

(3.3) where the transferor and/or the transferee are juristic persons registered and incorporated under the laws of Thailand, the following documents shall be submitted:

(a) a copy of a certificate issued by the Ministry of Commerce;
and

(b) a copy of the identification card, or alien identification card, or passport of the person authorized to sign to bind the juristic person, who affixes his/her signature to apply for the transferring of securities.

(3.4) where the transferor and/or the transferee are juristic persons registered and incorporated under laws of other countries, the following documents shall be submitted:

(a) a copy of a certificate issued by a government agency of the country of domicile of such juristic person. In addition, Regulation 401.04 shall be complied with;

(b) a copy of a certificate issued by an officer of such juristic person or a government agency of the country of domicile of such juristic person, which certifies the name of a person authorized to sign to bind the juristic person, the power or conditions in regard to affixing a signature to bind the juristic person, and the location of the head office. In addition, Regulation 401.04 shall be complied with; and

(c) a copy of the identification card, or alien identification card, or passport of the person authorized to sign to bind the juristic person, who affixes his/her signature to apply for the transferring of securities. In addition, Regulation 401.04 shall be complied with.

(3.5) where the transferor and/or the transferee is a minor, the following documents shall be submitted:

(a) a copy of the house registration of the minor;

(b) a letter of consent from the person exercising parental power or the guardian;

(c) where the person giving consent is the guardian, a copy of the court's order, or a document evidencing a divorce, proving the person's guardianship shall be submitted; and

(d) a copy of the identification card, alien identification card, or passport of the person exercising parental power or the guardian.

(3.6) where the person exercising parental power, or the guardian, transfers or accepts the transfer of securities on behalf of the minor, the following documents shall be submitted:

(a) a copy of the house registration of the minor;

(b) a copy of the court's order, or a document evidencing a divorce, proving the person's guardianship; and

(c) a copy of the identification card, alien identification card, or passport of the person exercising parental power or guardian.

(3.7) where the transferor and/or the transferee is an incompetent person, the following documents shall be submitted:

(a) a copy of an order of the court adjudging such person to be incompetent and appointing a guardian; and

(b) a copy of the identification card, alien identification card, or passport of the guardian

(3.8) where the transferor and/or the transferee is a quasi-incompetent person, the following documents shall be submitted:

(a) a copy of an order of the court adjudging such person to be quasi-incompetent and appointing a curator;

(b) a letter of consent from the curator where the quasi-incompetent person is the person signing the documents; and

(c) a copy of the identification card, alien identification card, or passport of the curator.

(3.9) where the transferor and/or the transferee is other juristic persons, documents as requested by the Registrar, as the case may be, shall be submitted.

402.02 Securities Transfers by Way of Inheritance

In regard to transfers of securities by way of inheritance, the following application and supporting documents shall be submitted:

(1) an application form for the administration of inherited securities;

(2) certificates of inherited securities;

(3) a copy of a court order appointing an administrator, or a court order of the administration of the estate; and

(4) a copy of the identification, or alien identification, or passport of the heir or administrator of the estate.

402.03 Securities Transfers by a Court Order

In regard to securities transfers by a court order, the following application and supporting documents shall be submitted:

(1) an application form for the registration of securities transfers;

(2) certificates of securities being transferred;

(3) a copy of a court judgment or decree stating that the judgment, or the decree, shall be deemed to be in place of the expression of intention of the transferor to transfer the securities; and

(4) documents ancillary to the application in each case under Regulation 402.01 (3).

402.04 Securities Transfers in the Case of Auction

In regard to securities transfers in the case of an auction, the following application and supporting documents shall be submitted:

(1) an application form for the registration of securities transfers and certificates of securities being transferred shall be submitted, except that in the case of the enforcement of the

pledge or the enforcement of collateral securities which are deposited with TSD, the submission of such application form and securities certificates is not required;

(2) documents ancillary to the application in each case:

(2.1) in the case of an auction resulting from the enforcement of the pledge or collateral securities, the following documents shall be submitted:

(a) a written notification of the enforcement of the pledge or the enforcement of debt payment from collateral securities

(b) an auction certificate

(2.2) in the case that it is an auction being undertaken by a competent officer under law, an auction certificate from the competent officer authorized to undertake the auction shall be submitted.

(2.3) documents ancillary to the application in each case under Regulation 402.01 (3).

402.05 Securities Transfers in the Case of Sale of Pledged Securities or Use of Securities as Collateral on the SET for the Purpose of Enforcement of Debt Payment

In regard to securities transfers in the case of the sale of pledged securities or use of securities as collateral in on the SET for the purpose of enforcing debt payment, the following application and its supporting documents shall be submitted:

(1) an application form for the registration of securities transfers, and the certificates of the securities being transferred, shall be submitted, except that in the case of the enforcement of the pledge of securities or collateral securities deposited with TSD, the submission of such application form and securities certificates is not required;

(2) a written notification of the enforcement of the pledge or the enforcement of debt payment from collateral securities;

(3) a certificate of the sale of the pledged securities, or collateral securities, on the SET for the purpose of enforcing debt payment, certified by members of the SET selling such securities, in accordance with the form specified by the Registrar; and

(4) documents ancillary to the application in each case under Regulation 402.01(3).

402.06 Certification of Transfers and Issuance of Securities Certificates

When the transferee of securities submits an application for registration of the transfer of securities to the Registrar, if the Registrar is of the view that such securities transfer is correct, the Registrar shall certify the transfer of securities on the securities certificates within 14 days, or issue new securities certificates within one month, as the case may be.

403 Alteration of the Particulars in Securities Registers

403.01 Alteration of the Particulars of Natural Persons

(1) In regard to alteration of titles, names, and surnames, the following application and its supporting documents shall be submitted:

(1.1) an application form for the alteration of particulars in the Securities Register;

(1.2) a copy of the identification card, alien identification card, or passport of Securities Holder whose title, name, or surname is altered;

(1.3) a copy of the evidence showing the alteration of title, name, or surname, issued by a government agency.

(2) in regard to alteration of the address, the following application and its supporting documents shall be submitted:

(2.1) an application form for the alteration of particulars in the Securities Register; and

(2.2) a copy of the identification card, alien identification card, or passport of Securities Holder whose address has been altered.

403.02 Alteration of Particulars of Juristic Persons

In regard to the alteration of the particulars of juristic persons, the following application and supporting documents shall be submitted:

(1) an application form for the alteration of the particulars in the Securities Register;

(2) a copy of the identification card, alien identification card, or passport of the person with affixed signature, to bind the juristic person on the application form to alter the particulars in the Securities Register; and

(3) a copy of the certificate, or evidence of the alteration of data of the juristic person, issued by a government agency.

404 Registration of Securities Pledge and Securities Attachment

404.01 Registration of Securities Pledge and Revocation of Securities Pledge

In regard to the registration of the securities pledge and the revocation of securities attachment, the following application and its supporting documents shall be submitted:

(1) a letter of registration of the pledge or a letter of revocation of securities pledge; and

(2) documents ancillary to the application in each case under 402.01 (3).

404.02 Registration of Securities Attachment and Revocation of Securities Attachment

In regard to the registration of securities attachment and the revocation of securities attachment, the court order or the order of the competent officer under law, ordering the attachment or revocation of securities attachment shall be submitted.

405 Application for Issuance of New Securities Certificates

In regard to the issuance of new securities certificates, the following application and its supporting documents shall be submitted:

(1) an application form for the issuance of new securities certificates

(2) documents ancillary to the application in each case:

(2.1) documents ancillary to the application in each case under Regulation 402.01 (3);

(2.2) where the securities certificates are lost or destroyed, a police report filed with the inquiry official under the Criminal Procedure Code, specifying the name of the securities, the name of the Securities Holder, the securities certificate number, and the number of securities, shall be submitted; and

(2.3) where the securities certificates are defective, or in the case of the separation of securities certificates, or in case of alteration of particulars on the securities certificates, the original securities certificates shall be submitted.

The Registrar shall notify in writing the information in relation to the lost or destroyed securities certificates to the companies which are members of SET and other persons as prescribed by SET, or via a computer system which can be connected to the computer system of the persons notified of such information, within seven days from the date the Registrar considers the evidence to be accurate.

406 Other Services

406.01 Inspection and Application for Making Copies of Particulars in Securities Registers

In regard to the inspection and application for making copies of particulars in the Securities Registers, or the inspection of supporting evidence in relation to the registration, the Securities Holders shall submit the following application and supporting documents:

(1) an application form for the inspection of the particulars in the Securities Register, and supporting evidence of the registration; and

(2) documents ancillary to the application in each case under Regulation 402.01 (3).

In regard to the service under the first paragraph, the Registrar may collect fees or any other costs at the rate with which the Registrar deems expedient.