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## **Regulations**

### **Chapter 100: General Provisions**

#### **101 Governing Law**

The stipulations of the Registrar are governed by, and construed in accordance with, the laws of Thailand.

In the case of any doubts or problems in the application or interpretation of the rules of the Registrar, the Managing Director of the Registrar, or equivalent, shall make a decision. The decision of the Managing Director, or equivalent, shall be final and binding upon the companies.

#### **102 Services of the Registrar**

The Registrar undertakes the business of preparing and keeping securities registers, including services relating to securities registration.

In acting as the Securities Registrar for any type of securities as appointed by the company, the Registrar shall comply with the criteria, conditions, and procedures regarding the preparation and keeping of securities registers, including supporting evidence for registration as required by law in relation to such types of securities.

#### **103 Liability of the Registrar**

##### **103.01 Liability of the Registrar**

The Registrar shall be liable for the damages arising from any operation, for the purpose of supporting the Registrar's operation in relation to the provision of services as the Securities Registrar and other relevant services, if such damage arises from a willful act or the gross negligence of the Registrar. However, such liability does not include any damages which may arise, or which arises, from disruptions affecting the system for preparing and storing securities registers, including services in relation to securities registration, provided that the Registrar has exercised reasonable supervisory care.

##### **103.02 Liability of Persons Performing the Duties**

(1) The persons performing their duties, or any other acts related to the performance of duties, for the interests of the Registrar and delegated persons, in accordance with their power and duties in good faith and with reasonable care, shall not be liable for any damage that may arise from their actions, even if such actions cause damage to other persons.

(2) The persons performing duties under (1) shall include the Board of Directors, the manager, sub-committees appointed by the Board to perform any functions, staff, or persons delegated by the Registrar.

#### **104 Data in Securities Registers**

##### **104.01 Rights in Data in Securities Registers**

The data entered by the Registrar into the securities register preparation system, and other supporting systems related to the provision of services as the Securities Registrar shall be the property of the Registrar.

#### **104.02 Dealing with the Data of Companies and Securities Holders**

The Registrar shall keep confidential, and shall not disclose to any other person, the data of companies and securities holders, which is received from its operations and should not be disclosed under normal circumstances, except for data that has already been disclosed to the public, or disclosed to other organizations for regulatory purposes, such as the Office of the Securities and Exchange Commission, the Bank of Thailand, the Stock Exchange of Thailand, and affiliated companies, or disclosed as required by law.

#### **104.03 Delivery of Data and Reports to Companies**

The Registrar shall deliver data and reports related to the registration services to companies via a Registrar network, caused to be established by the Registrar, or by any other means as deemed expedient by the Registrar, which is in accordance with the work standards or the Registrar.

Where it appears that the data and reports delivered by the Registrar to companies are inaccurate, the companies may immediately request to change such data and reports in accordance with the form specified by the Registrar.

Where the companies did not request changing the data and reports within a specified period under the second paragraph, it shall be deemed as if such data and reports are complete and accurate, and if subsequently it is found that damage was caused to the companies, or securities holders, or the Registrar, the Registrar shall not be responsible for damage that has arisen.

#### **105 Operations via Electronic Media**

The operations related to securities registration, in accordance with the regulations of the Registrar of companies and securities holders, may be undertaken via an electronic system as specified by the Registrar.

#### **106 Settlement of Disputes by Arbitration**

In case of a complaint or a dispute arising from providing services as the Registrar, the litigants may file a petition for arbitration in accordance with the law governing securities and exchange, *mutatis mutandis*.

#### **107 Miscellaneous**

(1) The Registrar may disclose and publicize the regulations of the Registrar, including any other data as deemed expedient by the Registrar.

(2) The regulations of the Registrar may be amended or revised, in whole or in part, so as to be suitable with situations that may change, or as the Registrar deems appropriate.