

Application for Thailand Futures Exchange Membership

Thailand Futures Exchange PCL

Date.....Month.....Year.....

Attn: Board of Directors

Thailand Futures Exchange PCL

We, Co., Ltd., (hereinafter referred to as the “**Company**”),

whose name in English is

Address

Telephone No. Fax No.

e-mail

wish to apply for membership of Thailand Futures Exchange PCL (hereinafter referred to as “**TFEX**”) in the following categories:

- Full License Member
- Limited License Member
 - Precious Metal Related Member
 - Agricultural Member
 - Other Limited License Member
- Trading Member , whereas the Company currently certifies that the Company is
- a TFEX Member in the category of
- a Member of The Agricultural Futures Exchange of Thailand (AFET)
- not a TFEX Member

For TFEX's consideration, the Company has enclosed two sets of information and supporting documents for membership application (details as attached).

The Company has already paid the membership application fee to TFEX and agrees to pay a member admission fee, an annual fee, or other service charges to be collected within the period and under the condition as specified by TFEX, unless it can be waived according to the criteria and conditions specified by TFEX.

As for the benefit of the consideration to accept the Company as member, the Company hereby agrees to cooperate with and facilitate TFEX officers, and/or TFEX-appointed persons in inspection and calling for books and accounts and the Company's evidence or other information along with interviewing the Company's directors, personnel, employees, or auditors. In addition, the Company acknowledges and agrees to submit any additional information and documents as requested by TFEX, and allows the disclosure of the Company's information or related information by TFEX to other agencies, e.g., Thailand Clearing House Co., Ltd., the Securities and Exchange Commission, the Stock Exchange of Thailand, the Bank of Thailand, and etc.

The Company acknowledges and agrees that this membership application form, in respect of the part related to membership, may be changed subject to regulations, procedures, notifications, guidelines, circulation letters, and orders of TFEX (hereinafter referred to as "**TFEX Rules**"), and agrees to submit any additional information and documents as required by TFEX. The Company hereby certifies that statement in this application, including other information along with documents being submitted to TFEX are true and correct. The Company warrants to comply with TFEX Rules relating to membership acceptance and other conditions as prescribed by TFEX. Upon the membership acceptance is approved, the Company warrants to comply with laws relating to futures and TFEX Rules, which are currently in force at the time of membership application submission and which will be in force on the Company in the future.

In connection with processing of any personal data under this document, the Company shall strictly comply with the Personal Data Protection Act, B.E. 2562, and any of the relevant subordinate regulations as amended from time to time (hereinafter referred to as "**PDPA**") which, including, but not limited to, procuring any third-party to whom the personal data belongs to read and acknowledge all the details contained in the privacy notice of the Stock Exchange of Thailand group, and also procuring such third-party to provide a consent where PDPA requires such consent.

Copy of identification documents submitted to TFEX may contain sensitive personal data, e.g., religion, blood type, racial information, etc., which is not necessary for the provision of TFEX service, and TFEX has no intention of collecting such sensitive personal data. As a result, the document owner may proceed to cross out any part in order to cover up any sensitive personal data before submitting the identification documents containing such sensitive personal data to TFEX. In case that no action is taken to cover up such sensitive personal data, TFEX shall deem that data subject(s) has/have given your consent to TFEX to the collection of such sensitive personal data.

If the Company violates or fails to comply with TFEX Rules or in any events which triggers the termination of membership according to TFEX Rules, including the event of termination by TFEX in the case that the Company's operation indicates the lack of serious determination in the undertaking of derivatives trading business as prescribed by TFEX, the Company agrees to accept any actions imposed by TFEX according to TFEX Rules, including to compensate any damages which arises from such violation or non-compliance.

Signed _____ the Company's authorized person

(_____)

Position _____

Affix Corporate
Seal (if any)

Signed _____ the Company's authorized person

(_____)

Position _____

Remarks:

1. Every page of the original application and supporting documents must be signed by the authorized person of the juristic person applying for membership. If they are copies, each page must be signed to certify the accuracy.

2. Submission of the application:

- Submit the application form and make the payment for the application fee by the following methods.

1. By transferring the payment to the bank account according to the following details

Name	Thailand Futures Exchange Public Company Limited
Bank / Branch	Citibank
Type	Current accounts.
Account number	0-127084-009

2. Please send the payment slip to

- E-mail: AccountingBilling-TFE@set.or.th; Finance_receive@set.or.th

- By crossed check (Account Payee Only) payable to "Thailand Futures Exchange Public Company Limited" together with a certificate of withholding tax and send to

Cash Management (K.Pattama Roemrattanasin)

93, 17th Floor, Ratchadaphisek Road

Dindaeng, Dindaeng, Bangkok10400

Cash Management (K.Pattama Roemrattanasin) Tel.02- 9000-009ext. 9690, 9693 ,9675

- The application fee of THB 100,000 (excluding VAT) to be paid by a crossed check payable to "**Thailand Futures Exchange PCL**", attached with the withholding tax document (TFEX's taxpayer ID No. is **0107547000494**). The total amount to be paid is THB 104,000. Detail of the calculation is as follows:

	<u>Amount</u>	<u>VAT</u>	<u>Total</u>
Application fee	100,000.-	7,000.-	107,000.-
<u>Less</u> withholding tax 3% (100,000 x 3%)			3,000.-
Total amount payable			104,000.-

- TFEX reserves the right to return such application fee in all cases

Information and Documents Supporting the Application for Agent Membership
Part 1 Executive Summary

1. *Executive Summary* (should not be longer than three pages)

Part 2 Company Information

2. *General Information:*

2.1 Name of the Company

2.2 Address of the Company's head office and number of branches, complete with the telephone number, fax number, website and location map

2.3 Number of selling agents and the details of their addresses and telephone numbers (in case the Company will conduct precious metal-related derivatives transactions with the selling agents)

2.4 Brief profile of the Company and the divisions relating to the trading of derivatives

2.5 List of the top 10 shareholders as of, according to the table below:

No.	Name of Shareholder	Nationality	Amount of Shares	Percentage of Paid up share capital (%)
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				
Others				
Total				100

- 2.6 The most updated structure of affiliated companies and investment in other companies from 10% of paid up capital of such company:

Name of Company	Business Type	Paid up Capital (THB million)	Investment Date	Amount of shares held	Shareholding ratio (%)	Value received (THB million)

3. *Financial Information*

- 3.1 Currently: Registered capital of THB million, issued and paid-up shares, THB..... per share, with paid-up capital of THB million
- 3.2 Capital of the Licensee as of
- Net capital rule (NCR) of THB
 - Net capital rule equivalent to percent of general liabilities and collateralized assets
- (Note: the criteria for the computation of the NCR are in accordance with the SEC's rules.)
- 3.3 Name of the auditor and the office of the auditor

4. *Documents related to the information of the Company to be submitted are as follows:*

- 4.1 Copies of the Company's certified documents, memorandum of association, regulations and shareholders list certified by the Ministry of Commerce not over one month from the membership application date.
- 4.2 Copy of the license to undertake derivatives business in the category of full license or the limited license issued by the SEC, accordingly.
- 4.3 Semi-annual financial statement and the latest annual financial statement which must have been audited by an auditor
- 4.4 Copy of the operation manual of a derivatives business.

Part 3 Management and Personnel

 5. *Executives and Employees*

- 5.1 Organizational Chart specifying the department or division responsible for the derivatives business
- 5.2 List of the Company's board of directors, specifying the positions of the director with authorized signature, independent director and audit committee members (if any) and each director's profile, as follows:

Name and Position	Work Experience	Educational and Training Background	Amount of shares held (if any)	Prohibited characteristics under the Notification of the SEC (Yes/No)
specify the name, position, nationality and age	specify the years of service, workplace and position	specify the highest degree /specify the training course and the training institution	specify the amount of shares and percentage of the total	

- 5.3 List of executives at the level of department manager or equivalent and above and personnel performing duties as supervisors or equivalent who are in charge of derivatives business operations, and the profile of each of the aforementioned persons, as follows:

Name and Position	Work Experience	Educational and Training Background	Amount of shares held (if any)	Authority to act on behalf of the Company (Yes/No)
specify the name, position, nationality and age	specify the years of service, workplace and position	specify the highest degree /specify the training course and the training institution	specify the amount of shares and percentage of the total	

- 5.4 Details of the compliance unit, specifying the chain of command, list of names and positions of officers, educational background, work experience, and training record in related courses. (if any)
- 5.5 Total number and names of the SEC-approved investment consultants in providing derivatives investment advice
- 5.6 In the event that any of the personnel under 5.3, 5.4 and 5.5 sections previously mentioned or the Company is in the process of consideration on disciplinary misconduct or disciplinary punishment taken by the SEC Board, the Office of the SEC, TFEX or SET, or being accused or prosecuted by legal authority for unfair misconduct, taking advantage of investors in derivatives or securities trading, or management in a deceptive, fraudulent or dishonest manner, the Company will provide such details to TFEX

- 5.7 The Company's corporate governance, such as the Code of Best Practice for Directors, the appointment of an audit committee, the report on compliance with corporate governance principles, etc.

Part 4 Operation Plans and Computer Systems

6. *Policy, business plan and marketing plan* for the first five years of carrying out derivatives trading transactions on TFEX, from the first day of operation, specifying timeline for the business operations, covering the following points:
- 6.1 The format and scope of the Company's derivatives transactions and the business operation guidelines.
 - 6.2 The Company's policy on seeking business alliances or a personnel development plan to ensure that the operations will be correspond with the scope of transactions under clause 6.1
 - 6.3 The Company's policy or plan to expand business and each type of customer base, the estimated ratio of each type of customer base, and the strategy to expand customer base as forecast.
 - 6.4 Estimated market share and growth rate.
 - 6.5 Estimated financial budget, investment capital, source of funds and usage of funds.
 - 6.6 A plan to promote investors' knowledge and understanding, as well as marketing activities for investors.
 - 6.7 Other key business expansion plans in the future.
 - 6.8 Manpower planning and personnel readiness.
 - 6.9 The implementation plan for the operation systems, both hardware and software, internal and external network connection equipment, as well as emergency plan.
7. *Information and Details on Computer System Readiness:* The Company to specify the following information at the minimum:
- 7.1 The quantity and specifications of the computers used to accommodate the trading application and the clearing application provided by TFEX
 - 7.2 The operating system, the software standard such as Windows version, IE, etc., and other software used in the computers specified in clause 7.1
 - 7.3 Explanation on the network infrastructure and the description of the connection between the Company and TFEX and between the Company and its branches, including a diagram showing the total quantity of computers and such connection
 - 7.4 Explanation on the method to manage information security and the system for computer security protection (Security Policy)
 - 7.5 Details of the contingency plan to handle system disruption.
 - 7.6 *The number and readiness of IT personnel* in charge of the computer system

Part 5 Risk Management and Others

8. *Operation System, Internal Control and Risk Management Policy* to cover the following points:
 - 8.1 Steps and procedures for accepting customers and informing customers of the risks that may occur from investments for customers to make their investment decisions
 - 8.2 Policy and internal control in relation to derivatives trading, such as separating the front office from the back office
 - 8.3 Policy and measures for the management of credit risk, market risk, legal risk and operational risk
 - 8.4 Trading data operation
 - 8.5 Storing and recording of data relating to derivatives trading, including the period of storing such data
 - 8.6 Policy and procedures for keeping confidential the data obtained from the business operation of one unit from passing to other units in the Company (Chinese Wall)
 - 8.7 Steps and procedures for auditing, controlling and monitoring the implementation according to the set policies, measures and systems
9. *Summary of Significant Legal Disputes* (the Company's disputes which are ongoing and which have already been settled no more than one year prior to the date of filing the application for membership) and liabilities that may be incurred in the future, including the possible impact on the Company's financial statement and operating results.
10. *Related persons* (if any) such as key joint venture partners and consultants in various fields, by specifying the name, the office, the address, the objectives of the contract, and the consultancy issues.
11. *Other facts* that the Company views as benefits to TFEX's consideration.

Note:

If the Company wishes to apply for the change of category from Limited License Member to Full License Member, the Company shall submit the following information:

- Parts 1 and 2: current information to be submitted
- Parts 3, 4, and 5: current information to be submitted, along with additional information to support the required changes