

(Translation)

Membership Application
The Stock Exchange of Thailand

Date Month Year

To Board of Directors
 The Stock Exchange of Thailand

We, (hereinafter referred to as “**the Company**”),
whose name in English is.....
Address
.....
Telephone Facsimile
E-mail

wish to apply for membership of the Stock Exchange of Thailand (hereinafter referred to as “**the Exchange**”). For the consideration of the Exchange, The Company would like to submit information and supplementary documents for the application, in total of 2 sets (details in the attachment).

During the consideration of the Company's application for membership, The Company agrees to cooperate with the Exchange officials and/or persons authorized by the Exchange and facilitate them in examining and requesting the accounts books and other evidence or information of the Company and questioning directors, staff, employees and auditors of the Company. The Company acknowledges and agrees to submit additional information and documents as requested by the Exchange and allow the Exchange to disclose the Company's information or information relating to the Company to other agencies, such as Thailand Clearing House Company Limited, Thailand Securities Depository Company Limited, Thailand Futures Exchange PCL, the Securities and Exchange Commission, and etc.

The Company acknowledges and accepts that the membership application may be changed subject to regulations, notifications, guidelines, circulation letters, and orders of the Exchange (hereinafter referred to as “**the Exchange Rules**”), and the Company agrees to submit any additional information and documents which may be required by the Exchange.

The Company certifies that all statements declared in this application as well as the information and documents submitted to the Exchange are true and correct. Upon the membership acceptance is approved, the Company warrants to strictly complying with the securities and exchange laws, and the Exchange Rules duly issued for the member companies by the Exchange or the Board of Directors of the Exchange. The Company also agrees to pay any joining fee, membership fees, service fees or any fees requested by the Exchange within the period and under the conditions specified by the Exchange.

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 the Exchange may contain sensitive personal data, e.g., religion, blood type, racial information, etc., which is not necessary for the provision of the Exchange service, and the Exchange 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 the Exchange. In case that no action is taken to cover up such sensitive personal data, the Exchange shall deem that data subject(s) has/have given your consent to the Exchange to the collection of such sensitive personal data.

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

The Company acknowledges and agrees that if the Company is accepted as a member, in the event of demutualization of the Exchange the Company may not be allocated shares in the resulting public limited company under the demutualization scheme of the Exchange. The Company accepts and agrees not to make any opposition or claim.

(Translation)



Signature _____ Authorized Person

(_____)

Position _____

Signature _____ Authorized Person

(_____)

Position _____

Note

All pages of the original application and supplementary documents must be signed by the authorized signatory of the juristic person applying for membership. For copies, all pages must be certified by signature.

Information and Supplementary Documents for Membership Application
Part 1

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

Part 2 Company Profile

2. *General Information:*

- 2.1 name of the company;
- 2.2 head office address, together with telephone numbers, facsimile numbers, website and office location map;
- 2.3 number of branches, together with addresses and telephone numbers;
- 2.4 brief profile of the company;
- 2.5 list of the top 10 shareholders as of, as per the following table:

No.	Name of Shareholder	Nationality	Number of Shares	% of Total Shares Sold
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
Others				
Total				100

- 2.6 Investments in other companies which account for at least 10% of their respective paid-up capital, based upon the latest information

Name of Company	Type of Business	Paid-up Capital (Million Baht)	Date of Investment	Number of Shares Held	Percentage of Shareholding	Acquisition Value (Million Baht)

3. *Financial Information*

- 3.1 at present: registered capital: Baht million, consisting of issued shares with payment of Baht each, thus resulting in total paid-up capital of Baht million;
- 3.2 the licensee's capital as of :
- net capital: Baht
- net capital equivalent to percent of general debts and collateral assets
(note: net capital is calculated according to the SEC's rules);
- 3.3 names of auditors and auditing firm

4. *Contact Persons:* please provide the details of the company's officers or management members who will be the contact persons in charge of submitting information and supplementary documents for the membership application:

- 4.1 main contact person:
first name/last name:
position:
department:
Tel. Fax
E-mail
- 4.2 secondary contact person:
first name/last name:
position:
department:
Tel. Fax
E-mail
- 4.3 contact person in charge of coordinating and overseeing the test of the company's computer system to be used for transmitting trading orders to the Exchange:
first name/last name:
position:
department:
Tel. Fax
E-mail

5. *Required Corporate Documents:*

- 5.1 copies of the latest Certification Document, Memorandum of Association, Article of Association and list of shareholders;
- 5.2 copy of the license to undertake securities brokerage business issued by the SEC
- 5.3 the latest semi-annual and annual financial statements which were audited by the auditors;

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- 5.4 copy of the securities business compliance manual;
- 5.5 copy of the membership certificate issued by the Association of Securities Companies;'
- 5.6 copy of evidence demonstrating that the Company is a member of a clearing house, or evidence showing that the applicant has an agreement appointing a member of the clearing house to handle the clearing and settlement of the listed securities traded by the applicant on the Exchange.

Part 3 Management and Personnel

6. Executives and Employees:

- 6.1 organizational structure;
- 6.2 list of directors, authorized directors, independent directors and audit committee members (if any), as well as a profile of each:

Name and Position	Work Experience	Educational Background and Training	Number of Shares Held (if any)	Disqualifications under SEC Notifications (Yes/No)
Specify the name, position, nationality and age	Specify the employment period, organization and position	Specify the highest education/ specify the topic and training organizer	Specify the number of shares and percentage of total shares	

- 6.3 list of executives at the level of department manager or equivalent, and a profile of each:

Name and Position	Work Experience	Educational Background and Training	Number of Shares Held (if any)	Authority to Act on Behalf of the Company (Yes/No)
Specify the name, position, nationality and age	Specify the employment period, organization and position	Specify the highest education/ specify the topic and training organizer	Specify the number of shares and percentage of total shares	

- 6.4 please provide the number and details of responsible persons at the level of division head (or equivalent) in the securities brokerage business, i.e. securities analysts, certified investment advisors and traders, together with their names, positions, educational background, work experience and training in relevant programs (if any);
- 6.5 details of the Compliance Unit, viz. the supervisory diagram, list of officers in this unit and their positions, educational background, work experience and training in relevant programs (if any);
- 6.6 if a person under 6.3, 6.4 and 6.5 or the company is in the process of consideration for a disciplinary offense or in the process of disciplinary action taken by the SEC, the Office of the SEC, the Stock Exchange of Thailand or TFEX, or is in the process of

incrimination or prosecution by the qualified authority under the relevant law, on account of an offense relating to unfair practices or taking advantage of investors in connection with securities trading or derivatives trading or management carried out in a deceptive, fraudulent or dishonest manner, the company shall also submit the details to the Exchange;

- 6.7 corporate governance, such as preparation of the code of best practice for directors, appointment of an audit committee, reporting on compliance with the corporate governance principles.

Part 4 Action Plan and Computer System

- 7. *Policy, business plan and marketing plan* for securities brokerage transactions within the first five years from the date that the first transaction is made on the Exchange, specifying the timeline of the operation and (if possible) should be covering the following:
 - 7.1 type and scope of securities brokerage transactions of the company and operation guidelines of the company;
 - 7.2 the company's policy on seeking business alliances or know how development plans for the company's personnel in order to be consistent with the scope of the transactions under 7.1;
 - 7.3 details of each of the company's customer bases, estimated proportion of each customer base, and strategy for expanding customer bases to meet expectations;
 - 7.4 estimated market share of the company and growth rate;
 - 7.5 estimated financial statement, investment, source and destination of capital and the assumptions underlying such estimate;
 - 7.6 knowledge development plan and marketing activities for investors;
 - 7.7 other important business expansion plans for the future;
 - 7.8 plan regarding the number and preparedness of personnel;
 - 7.9 system preparation plan, including hardware and software, connecting devices and contingency plan in case of system failure.
- 8. *Information and details regarding readiness of the computer system*, including at least the following:
 - 8.1 application for approval to connect or change or add to members' securities trading systems;
 - 8.2 certification document from the developer or inspection service provider of the member's computer system or instruction sets (if the member is the developer of its own system, the member shall issue the certification document);
 - 8.3 details regarding the trading system and safety standard (security management) in accordance with the safety standard for systems connected to the Exchange system;

- 8.4 document providing details on the hardware, operating system and connection structure of the trading system, and systems in service (system configuration & network infrastructure), such as server, database server, firewall, network equipment, etc. (main, backup);
- 8.5 system manual *[if any]*;
- 8.6 source code for trading orders *[only if requested by the Exchange]*;
- 8.7 test results of the test script as specified by the Exchange;
- 8.8 details of the contingency plan in case of system failure;
- 8.9 other details as may be requested by the Exchange.

Information can be found in the attached application manual file.

Part 5 Risk Management and Others

- 9. *Work system, internal control and risk management policy*, should be covering the following:
 - 9.1 steps and procedures for selecting new customers and informing customers of investment risks for investment decision making;
 - 9.2 policy and internal control regarding securities trading, such as separating the front office from the back office;
 - 9.3 risk management policy and measures with respect to credit risk, market risk, legal risk and operational risk;
 - 9.4 procedures regarding customer's trading information;
 - 9.5 storage and record of information with respect to futures contract trading including the storage duration of such information;
 - 9.6 policy and procedures for keeping information obtained from the business operation of one department confidential from other department within the company (Chinese Wall);
 - 9.7 steps and procedures for inspecting, controlling and ensuring compliance with the policies, measures and system established.
- 10. Summary of the latest audit result of the SEC regarding charges, fines and actions taken for the improvement of the company (if any).
- 11. *Summary of material legal disputes* (ongoing disputes and disputes which ended less than one year from the date of applying for membership) and contingent liabilities and any effects they may have on the company's financial position and performance.
- 12. *Related persons* (if any), such as significant trade partners and consultants in different areas, specifying their names, office names, addresses, contract objectives, and matters for which advice is sought, etc.
- 13. *Other facts* which the company judges to be beneficial to the consideration process.