

**The Announcements of Trade Competition Commission**  
**Subject: Rules for Consideration in Assets or Shares Purchase to Control Policy on**  
**Business Administration, Management or Supervision over Business merging**  
**B.E. 2561**

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Section 51, paragraph four of the Trade Competition Act B.E. 2560 stipulates that the business merging includes the nature of the transaction under Section 51 paragraph four (1) (2) and (3). Section 51, paragraph four (2) stipulates that the Trade Competition Commission shall declare the rules for the purchase of all or part of assets of other businesses, in order to control policy on business administration, management or supervision. Section 51, paragraph four (3) stipulates that the Trade Competition Commission shall declare the rules for the purchase of all or part of shares of other businesses both directly and indirectly, in order to control policy on business administration, management or supervision.

By virtue of Section 17 (2) and Section 51, paragraph four (2) and (3) of the Trade Competition Act B.E. 2560, the Trade Competition Commission therefore issues the following notification.

1. This notification is called “Notification of Trade Competition Commission on Rules for Consideration in Assets or Shares Purchase to Control Policy on Business Administration, Management or Supervision over Business Merging, B.E. 2561.”

2. This notification shall come into force from the day following the date of its publication in Government Gazette.

3. Purchase of assets used in normal business operations of other business operators that exceed more than fifty percent of the total value of assets used in normal business operations, according to the previous fiscal year of the operator, shall be deemed to be the purchase of all or part of assets of other businesses, in order to control policy on business administration, management or supervision, and be the business merging according to the trade competition laws.

The value of the assets purchased shall be determined from the book value at the date of purchase agreement or the date of purchase, as the case may be.

4. Purchase of shares directly or indirectly with one of the following specifications shall be deemed to be the purchase of all or part of shares of other businesses, in order to control policy on business administration, management or supervision, and be the business merging according to the trade competition laws.

(1) Purchase or acquisition of shares, warrants or other securities convertible into shares at the end of any day has increased to or more than twenty-five percent of the total number of voting rights of other business operators subject to the securities and exchange laws.

(2) Purchase or acquisition of voting shares at the end of any day has increased more than fifty percent of the total number of voting rights of other business operators.

To count shares under paragraph one, in the event that the person who purchased or acquired the shares is a natural person, the purchase or acquisition by the spouse shall be also included.

In the event that the person who purchased or acquired the shares is a juristic person, the purchase or acquisition by the natural person or juristic person holding shares in the juristic person more than thirty percent of the total voting rights of that juristic person and by the business operators having a policy or authority relationship shall be also included.

5. Chairman of the Trade Competition Commission shall be in charge of this notification.

Announced on \_\_\_\_\_ October B.E. 2561

(Mr. Sontirat Sonthijirawong)

Minister of Commerce, Chairperson of  
Trade Competition Commission