



Legal Alert

21 February 2022

Experience the future of law, today

Thailand's SEC has issued regulation to support SMEs and Start-Ups to raise fund through the SME-POs by listing in the LIVE Exchange Market

Thailand's Securities and Exchange Commission ("SEC") has issued regulation to support Small and Medium Enterprises (SMEs) and Start-Ups to raise funds through public offerings ("SME-POs") by listing in the Live Exchange Market on criteria that are more relaxed than raising capital in the Stock Exchange of Thailand ("SET") and the Market for Alternative Investment ("MAI"). The main objective is to provide SMEs and start-ups with more access to capital markets. This regulation for SME-POs became effective on 16 January 2022.

Preparation for SME-POs

SMEs and Start-Ups may raise funds through SME-POs by listing in the Live Exchange Market, provided that:

- it is a public limited company, which is not an investment company;
- its aggregate offering price is 10 -500 million Baht;
- its most recent annual and half-year financial statements before filings have been audited by an auditor approved by the SEC; and
- it has no record of significant violations of offering criteria or conditions or has never been rejected its application for an offering of new shares.

SME-POs Procedural Requirements and duties of listed company

An eligible company may file its filings and prospectus and provide investors under an information-based approach in accordance with SEC criteria. The process takes approximately 30–45 days from the filing date. The company must conduct the offering and register its increase in paid-up capital within 6 months after the effective date of the filing. The total subscription must not be less than 80% of the offering price, otherwise approval is considered expired. A financial adviser is not required and there is no registration fee.

Except for the relaxation on the raising funds processes, listed companies on the Live Exchange Market could also (“**Listed companies**”) enjoy a more relaxed reporting requirements such as less frequent filing of financial statements of every 6 month-period and disclosure of important events.

The Live Exchange trading hours will be 9.30 a.m. to 11.00 a.m. via the Internet. Only accredited investors that have the knowledge, experience, and assets that they are capable of evaluating the risks of the prospective investment, e.g., institutional investors, venture capital, company directors and employees, can invest in the offering.

Deloitte’s Observation

The Live Exchange Market provides an important opportunity for SMEs and start-ups previously restricted from listing on the SET and MAI to access the capital markets without undue burden and cost. Eligible listed companies may also expand their fundraising channels and increase their prestige by applying to move to the SET or MAI without having to delist from the Live Exchange Market.

Contacts

For more information and how Deloitte can help you, please contact:

Anthony Visate Loh

Partner - Tax & Legal

Tel: + 66 (0) 2034 0112

Email: aloh@deloitte.com

Sutthika Ruchupan

Legal Counsel - Tax & Legal

Tel: + 66 (0) 2034 0000 Ext 11473

Email: sruchupan@deloitte.com

Prapasri Srisuma

Senior Managing Associate - Tax & Legal

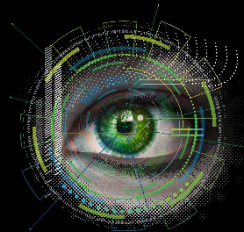
Tel: + 66 (0) 2034 0000 Ext 13287

Email: psrisuma@deloitte.com



Dbriefs

A series of live, on-demand and interactive webcasts focusing on topical tax issues for business executives.



Power of With

Focus on the power humans have with machines.



Tax@hand

Latest global and regional tax news, information, and resources.

Get in touch



Deloitte Thailand | Add as safe sender

Deloitte refers to one or more of Deloitte Touche Tohmatsu Limited (“DTTL”), its global network of member firms, and their related entities (collectively, the “Deloitte organization”). DTTL (also referred to as “Deloitte Global”) and each of its member firms and related entities are legally separate and independent entities, which cannot obligate or bind each other in respect of third parties. DTTL and each DTTL member firm and related entity is liable only for its own acts and omissions, and not those of each other. DTTL does not provide services to clients. Please see www.deloitte.com/about to learn more.

Deloitte Asia Pacific Limited is a company limited by guarantee and a member firm of DTTL. Members of Deloitte Asia Pacific Limited and their related entities, each of which are separate and independent legal entities, provide services from more than 100 cities across the region, including Auckland, Bangkok, Beijing, Hanoi, Hong Kong, Jakarta, Kuala Lumpur, Manila, Melbourne, Osaka, Seoul, Shanghai, Singapore, Sydney, Taipei and Tokyo.

About Deloitte Thailand

In Thailand, services are provided by Deloitte Touche Tohmatsu Jaiyos Co., Ltd. and its subsidiaries and affiliates.

This communication contains general information only, and none of Deloitte Touche Tohmatsu Limited (“DTTL”), its global network of member firms or their related entities (collectively, the “Deloitte organisation”) is, by means of this communication, rendering professional advice or services. Before making any decision or taking any action that may affect your finances or your business, you should consult a qualified professional adviser.

No representations, warranties or undertakings (express or implied) are given as to the accuracy or completeness of the information in this communication, and none of DTTL, its member firms, related entities, employees or agents shall be liable or responsible for any loss or damage whatsoever arising directly or indirectly in connection with any person relying on this communication. DTTL and each of its member firms, and their related entities, are legally separate and independent entities.

© 2021 Deloitte Touche Tohmatsu Jaiyos Advisory Co., Ltd.