

THEMATIC TITLE	LEGAL PROBLEMS CONCERNING THE INJURY AS A RESULT FROM THE PERMISSION TO REPURCHASE THE SHARES BACK FROM A PUBLIC LIMITED COMPANY.
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ABSTRACT

The purposes of this thesis title were to study the legal problems concerning the injuries as a result from the permission to repurchase the shares back from a public limited company which could be separated into 4 major problems as follows:

1) The injury to the shareholders. The injury taking place from the case of the price of the shares repurchased. In the case which the shares of the public limited company are not security registered in the Security Exchange of Thailand (SET), on the stipulation of the price of these shares repurchased back the law has not neither provided the selling price definitely nor has not stipulated the frame for the calculation of the price of the shares thus thereby causing unjustness to the shareholders.

2) Regarding the injury to the public limited company on the consideration on the repurchase of the shares of a public limited company consideration of the economic circumstance then must be made as to how it was then. Since the company must make sale of the shares which must be repurchased out completely within the schedule whether the economic circumstance will be in a good condition or not. Therefore, if the anticipation of the economic circumstance is wrong this will affect the sale of the company's shares thereby make the company suffer a loss from the price of the shares sold in the Security Exchange of Thailand (SET) as a consequence.

3) The injury to the creditor who is a financial institution. Due to the financial institution has not provided the conditions of the permission or prohibiting the debtor company to

repurchase its own shares back, therefore, for the creditor's security not to depreciate, in the future, the financial institution creditor may have to stipulate conditions concerning the repurchase of the shares of a public limited company as conditions of the agreement alike.

4) The injury to the public sector in which the law has not stipulated the selling price of the shares and has not stipulated the frame for calculation of the shares the same as the shares of a public limited company which are security/ies registered in the Security Exchange of Thailand (SET) having the Notifications of the Securities and Exchange Commission stipulating the criteria ruling the price of the shares thereby affecting the injury in respect of the disclosure of the information, the stipulation of the price of the shares to be sold to the general public population to be in accordance with the value reflecting the actual value of the shares alike.

The results of the research study concerning the legal problems concerning the repurchase of the shares of a public limited company, therefore, were suggested with the guidelines for the improvement/amendment as follows:

(1) The guideline for resolution of the injury to the shareholders according to Section 66/1 (1) in which the accounting and marketing values shall be taken into consideration for stipulation of the share price for the protection of shareholders by providing for the production of the value following the accounting and marketing values for consideration to stipulate the share price and notify the public sector relevant offices.

(2) The guideline for resolution of the injury to the public limited company. An amendment of the legal provisions in respect on the sale of the shares which are not repurchased back to the full number within the scheduled period. The company must decrease the capital which is paid by cutting off registered shares which is the company's capital decrease for the protection of the creditors by notifying the capital decrease for the company creditor's information within 14 days from the expiry date of the repurchase period, and in case of any objection for the company to repay the debt or put in for such a debtor then the company may then continue.

(3) Concerning the guideline for resolution of the injury to the creditor who is a financial institution there should be further legal amendment on additional legal provisions to be express concerning the allowance for the shareholders or creditor to make objection petition revoking share repurchase of a limited public company in the case such a company's commission

is an dishonest act, unlawful and as a result thereby causing the shareholder or creditor to suffer an injury.

(4) The guideline for resolution of the injury to the public sector. The public sector should have the stipulation for the control of the information disclosure, accounting audit by additional legal amending enactment for the company to prepare and submit financial statement, loss/profit sheets, disclosure showing retained earnings of the company and the ability of the company in repaying debts to be due within the period of 6 months to 1 year in the future from the date to start to repurchase the shares back for the public sector's offices for examination consideration of the accuracy of the accounting and information also.