Tender Offer Acceptance and Share Subscription Procedures (NVDR)

NVDR Holder of ordinary shares of Sino-Thai Engineering and Construction Public Company Limited ("STEC")



1. Complete the Form for Tender Offer Acceptance of NVDR of STEC and Subscription for

NVDR of Stecon Group Public Company Limited (Attachment 8.2)



2. Advise your broker to transfer the Scripless NVDR to the following account for the purpose of accepting the tender offer:

"DAOL SECURITIES (THAILAND) PCL. FOR TENDER OFFER" Account Number 032-0000000888



3. Enclose the evidence of transferring NVDR as specified above



4. Enclose certified true copies of the following supporting documents as the case may be:

1) Thai Individual

- A certified copy of valid ID Card or Civil Servant ID Card or State Enterprise Employee Card
- A certified copy of House Registration including the page contain the name of the Offeree and 13 digits of ID number (only in case of providing a copy of permanent ID Card or a copy of Civil Servant ID Card or a copy of State Enterprise Employee Card)
- A letter of consent from legal guardian(s) (parents), a certified copy of documents specified in 1) or 2) (as the cases may be) of legal guardian(s) and a certified copy of House Registration of legal guardian(s) and minor (only in case the Offeree is minor)

2) Foreign Individual

- A certified copy of valid alien certificate or a valid passport

3) Thai Juristic Person

- 3.1 A copy of Affidavit, issued by the Ministry of Commerce no longer than 6 months prior to the last day of the Tender Offer period, certified true copy by the authorized signatory(ies) of the juristic person together with the company seal (if any)
- 3.2 A certified copy of documents specified in 1) or 2) (as the case may be) of the authorized signatory(ies) who sign(s) and certify(s) true copy of document in 3.1) above

4) Foreign Juristic Person

- 4.1 A copy of certificate of incorporation and Affidavit issued by the officer of the juristic person or the government authority of the country where the juristic person is domiciled, in which, certifying the name of the juristic person, the name of authorized signatory, the location of the head office and conditions of signing authorization (issued no longer than 6 months prior to the last day of the Tender Offer period) certified true copy by the authorized signatory(ies) of the juristic person and the company seal (if any)
- 4.2 A certified copy of documents specified in 1) or 2) (as the case may be) of the authorized signatory(ies) who sign(s) and certify(s) true copy of document in 4.1) above

Documents in 4.1) and 4.2) must be certified by the notary public officer and authenticated by Royal Thai Embassy or Royal Thai Consulate in the country where the documents are prepared or certified (issued no longer than 6 months prior to the last day of the Tender Offer period)

Since the share swap price* will be equal to the cost of existing shares in STEC of the respective shareholders, therefore, in case the Offeree is a foreign juristic person not conducting business in Thailand and is domiciled in a country that does not have a double taxation treaty with Thailand or is domiciled in a country that has a double taxation treaty with Thailand but such treaty does not exempt any withholding tax on capital gain on sales of shares in Thailand, the Offeree does not require to declare the cost of tendered securities (*Please see details of share swap price as specified in item 1.1.1 Significant Details of the Offering Securities under Part 2 Information of the Tender Offer of Securities

In case of security holder's authorized representative

- 1. An original Power of Attorney affixed with Baht 30 stamp duty (Attachment 8.3); and
- 2. A certified true copy of identification document of the attorney-in-fact and security holder as specified above



4. Kindly submit all documents to:

Miss Nongnuch Cheiklin and Mr. Wanlop Prasannanuruk

Equity/TFEX Operation Department

DAOL Securities (Thailand) Public Company Limited 87/2 CRC Tower, 18th Floor All Season Place, Wireless Road, Lumpini, Pathumwan, Bangkok 10330 Tel: 02-351-1800 E-mail: custodian@daol.co.th

Or send to your broker that you have the trading account and deposited the security to compile the necessary documents before submitting them to DAOL Securities (Thailand) Public Company Limited

"All NVDR holders, please submit the Tender Offer Acceptance Form at least 2 business days before the last day of the Tender Offer Period"

"The tender offer agent will not accept documents sent by post"

Form for Tender Offer Acceptance of NVDR of Sino-Thai Engineering and Construction Public Company Limited and Subscription for NVDR of Stecon Group Public Company Limited Tender Offer Acceptance Form No..... Dear Stecon Group Public Company Limited (as the "Tender Offeror") DAOL Securities (Thailand) Public Company Limited (as the "Tender Offer Agent") I/We (Mr./Mrs./Ms./Company) Postal Code......Telephone No......Telephone No..... Date of Birth (Date of Registration as a Jurisitic Person)..... ☐ Registered Address is the same as Contact Address ☐ Registered Address different from Contact Address with Registered Address as follows Registered Address..... E-mail......Postal Code..... Country.....Telephone No...... In case of a foreigner (Please specify Address in the country of citizenship) Source of income from: Thailand Others (Please specify the country)..... Source of payment (can select more than 1 option): Individual: Saving Self-employed business Salary ☐ Investment income/ Inheritance ☐ Other (please specify) Juristic Person: Money from business Others (Please specify)..... Please specify type of the offeree of NVDR of Sino-Thai Engineering and Construction Public Company Limited ("STEC") ("the Offeree") ☐ Thai Individual ID Card / Civil Servant ID Card / State Enterprise Card No..... ☐ Foreign Individual Alien Card / Passport No..... ☐ Thai Juristic Person Company Registration No..... ☐ Foreign juristic person conducting business in Thailand Company Registration No...... Foreign juristic person not conducting business in Thailand Company Registration No...... I/We hereby accept to sell (.....) NVDR of ordinary shares of STEC in exchange for the tendered securities, to subscribe for newly issued NVDR of ordinary shares of the Tender Offeror by way of a share exchange at the ratio 1 ordinary share of STEC to 1 newly issued ordinary share of the Tender Offeror. I/We understand that the tender offer acceptance and subscription for NVDR are irrevocable. I/we have thoroughly examined the terms and conditions contained in the Tender Offer Document and agree to comply with the terms and conditions of the Tender Offer Document. I/We shall not cancel or revoke the tender offer acceptance in any circumstance except for the cancellation or revocation under the terms and conditions stated in the Tender Offer Document. I/We understand that I/we shall not take any action relating to such NVDR until they are registered as listed securities and

allowed to trade on the SET.

We hereby appoint the Tender Offer Agent as my/our Attorney to deliver NVDR, arrange the payment procedure and process other necessary matters relevant to the tender offer acceptance and the subscription of newly issued NVDR of ordinary shares of the Tender Offeror. Transfer Scripless NVDR Transfer from TSD Participant No. Transfer Slip No. Transfer Date Number of NVDR Number of NVDR Total I/We hereby attach the following documents for the tender offer acceptance including evidence of NVDR transfer through Thailand Securities Depository Company Limited (the "TSD") to the account of "DAOL SECURITIES (THAILAND) PCL. FOR TENDER OFFER" Account No. 032-0000000888 and proof of identity in respect to the Offeree with certified true copy as indicated in the details of the Tender Offer. Please make the delivery of newly issued NVDR of ordinary shares of the Tender Offeror through the TSD (Scripless Only) to: Participant Name Participant No. Security Trading Account Name No. Security Trading Account Name One of the Prospectus in form of Book Other electronic form (please specify) do not wish to receive the Prospectus, but received the Executive Summary (including the case that the Offeree does not select) In case where the amount of transaction equals to Baht 100,000 and above please provide the Beneficial Owner*					For NVDR Holde
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individual on whose behalf a transaction is being conducted, including those people who have ultimate effective control	*Beneficial Owner means an	individual who	ultimately owns	or controls the business rela	tionships of a customer or the
	individual on whose behalf a	transaction is	being conducted	I, including those people who	have ultimate effective control
over a juristic person or legal arrangement.	over a juristic person or legal	arrangement.			
I/We certify, represent and warrant that I/we am/are the legal and beneficial owner(s) of all such tendered securities and	I/We certify, represent and wa	rrant that I/we	am/are the lega	al and beneficial owner(s) of al	I such tendered securities and
such tendered securities are free from any mortgage, charge, pledge, encumbrance, liability or third party right	such tendered securities are	e free from a	any mortgage, d	charge, pledge, encumbrance	e, liability or third party right
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Encumbrances.	Encumbrances.				
Investments in securities contain certain risks.	Investments in securities contain	certain risks.	Signatura		Tondor Offeres or
Investors should study the Prospectus or the			Signature		
Executive Summary before making a decision Attorney-in-fact ()	Executive Summary before making	ng a decision		(•

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Receipt of Transfer Scripless NVDR and Form for Tender Offer Acceptance of NVDR of Sino-Thai Engineering				
and Construction Public Company Limited and Subscription for NVDR of Stecon Group Public Company Limited				
Date				
DAOL Securities (Thailand) Public Company Limited as the Tender Offer Agent has received transfer scripless NVDR				
and Form for Tender Offer Acceptance of NVDR of Sino-Thai Engineering and Construction Public Company Limited and				
Subscription for NVDR of Stecon Group Public Company Limited together with transfer slip through the TSD No.				
totaling units from				
(Mr./Mrs./Miss/Company)				
The Offeree will receive the newly issued NVDR of ordinary shares of Stecon Group Public Company Limited by way of				
depositing the newly issued NVDR of ordinary shares into securities trading account No				
account name				
Participant No				
Signature Tender Offer Agent				

For more information please contact: Miss Nongnuch Cheiklin and Mr. Wanlop Prasannanuruk

Equity/TFEX Operation Department

DAOL Securities (Thailand) Public Company Limited 87/2 CRC Tower, 18th Floor, All Season Place, Wireless Road, Lumpini, Pathumwan, Bangkok 10330

02-351-1800 E-mail: custodian@daol.co.th

BROKER					
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name		
002	บริษัทหลักทรัพย์ทิสโก้ จำกัด	032	บริษัทหลักทรัพย์ ดาโอ (ประเทศไทย) จำกัด (มหาชน)		
	TISCO SECURITIES COMPANY LIMITED		DAOL SECURITIES (THAILAND) PUBLIC COMPANY LIMITED		
003	บริษัทหลักทรัพย์ พาย จำกัด (มหาชน)	034	บริษัทหลักทรัพย์ฟิลลิป (ประเทศไทย) จำกัด (มหาชน)		
	Pi Securities Public Company Limited		PHILLIP SECURITIES (THAILAND) PUBLIC CO.,LTD.		
004	บริษัทหลักทรัพย์ ดีบีเอส วิคเคอร์ส (ประเทศไทย) จำกัด	038	บริษัทหลักทรัพย์ บียอนด์ จำกัด (มหาชน)		
	DBS VICKERS SECURITIES (THAILAND) CO.,LTD		Beyond Securities Public Company Limited		
005	บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน)	048	บริษัทหลักทรัพย์ ไอร่า จำกัด (มหาชน)		
000	LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED		AIRA SECURITIES PUBLIC COMPANY LIMITED		
006	บริษัทหลักทรัพย์ เกียรตินาดินภัทร จำกัด (มหาชน)	050	บริษัทหลักทรัพย์ เอเอสแอล จำกัด		
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	Kiatnakin Phatra Securities Public Company Limited		ASL SECURITIES COMPANY LIMITED		
007	บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด	051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด		
	CGS-CIMB Securities (Thailand) Co., Ltd.		SBI THAI ONLINE SECURITIES CO.,LTD.		
008	บริษัทหลักทรัพย์ เอเซีย พลัส จำกัด	052	บริษัทหลักทรัพย์ จีเอ็มโอ-แชด คอม (ประเทศไทย) จำกัด (มหาชน)		
	ASIA PLUS SECURITIES COMPANY LIMITED		GMO-Z com Securities (Thailand) Public Company Limited		
010	บริษัทหลักทรัพย์ เมอร์ริล ลินซ์ (ประเทศไทย) จำกัด	053	บริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด		
	MERRILLI LYNCH SECURITIES (THAILAND) LIMITED		LIBERATOR SECURITIES CO.,LTD.		
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน)	200	บริษัทหลักทรัพย์ เมย์แบงก์ (ประเทศไทย) จำกัด (มหาชน)		
	KASIKORN SECURITIES PUBLIC COMPANY LIMITED		MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED		
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0.0	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC CO.,LTD.		บริษัทหลักทรัพย์ ยูมีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LTD.		
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015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน)	221	บริษัทหลักทรัพย์ เมอร์ชั่น พาร์ทเนอร์ จำกัด (มหาชน)		
	KINGSFORD SECURITIES PUBLIC COMPANY LIMITED		MERCHANT PARTNERS SECURITIES LIMITED.		
016	บริษัทหลักทรัพย์ธนชาต จำกัด (มหาชน)	224	บริษัทหลักทรัพย์บัวหลวง จำกัด (มหาชน)		
	THANACHART SECURITIES PUBLIC COMPANY LIMITED		BUALUANG SECURITIES PUBLIC COMPANY LIMITED		
019	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด	225	บริษัทหลักทรัพย์ซี แอล เอส เอ (ประเทศไทย) จำกัด		
	YUANTA SECURITIES (THAILAND) COMPANY LIMITED		CLSA SECURITIES (THAILAND) LTD.		
022	บริษัทหลักทรัพย์ ทรีนิตี้ จำกัด	229	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด		
	TRINITY SECURITIES CO.,LTD.		JPMORGAN SECURITIES (THAILAND) LIMITED		
023	บริษัทหลักทรัพย์ อินโนเวสท์ เอกซ์ จำกัด	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด		
	InnovestX Securities Co., Ltd.		GLOBLEX SECURITIES COMPANY LIMITED		
026		242			
020	บริษัทหลักทรัพย์ยูโอบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COLTD.	242	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMTED)		
	OUB RAT HIAM SECURITIES (THAILAND) FOBLIC CO.,LTD.	-	CITICORP SECURITIES (TRAILAND) LIMITED)		
027	บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน)	244	บริษัทหลักทรัพย์ แมคควอรี (ประเทศไทย) จำกัด		
	RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED		MACQUARIE SECURITIES (THAILAND) LIMITED		
029	บริษัทหลักทรัพย์กรุงศรี จำกัด (มหาชน)	248	บริษัทหลักทรัพย์ กรุงไทย เอ็กซ์สปริง จำกัด		
	KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED		Krungthai XSpring Securities Company Limited		
030	บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน)	924	บริษัทหลักทรัพย์ ฟีนันเซีย ไซรัส จำกัด (มหาชน)		
	I V GLOBAL SECURITIES PUBLIC CO., LTD		FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED		
	SUI	B-BROKER			
ผู้ฝากเลขที่	ชื่อบริษัท	ผู้ฝากเลขที่	ชื่อบริษัท		
Participant No.	Company Name	Participant No.	Company Name		
258	บริษัท หลักทรัพย์ เดเคพี ไดม์ จำกัด				
	KKP DIME SECURITIES COMPANY LIMITED				

CUSTODIAN					
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name		
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	330	ธนาคารฮ่องกงและเชี่ยงไฮ้แบงกิ้งคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKKBOND		
245	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBThanachart Bank Public Company Limited	334	บริษัทหลักทรัพย์ เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) (คัสโตเดี้ยน) TSFC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN		
301	ธนาคารซิตี้แบงก์ เอ็น.เอ.(CUSTODY SERVICES) CITIBANK, N.A CUSTODY SERVICES	336	ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) Kiatnakin Phatra Bank Public Company Limited		
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC CO.,LTD.	337	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBThanachart Bank Public Company Limited		
303	ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	339	ธนาคาร ทิสโก้ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)		
304	ธนาคารฮ่องกงและเชี่ยงไฮ้ แบงกิ้ง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK.	340	ธนาคาร เจพีมอร์แกน เชส (เพื่อค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)		
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC CO.,LTD.	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMTED		
308	ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORNBANK PUBLIC COMPANY LIMITED	350	บริษัทหลักทรัพย์ สยามเวลธ์ จำกัด SIAM WEALTH SECURITIES COMPANY LIMITED		
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC CO.,LTD.	351	บริษัทหลักทรัพย์ เว็ลธ์ เมจิก จำกัด WEALTH MAGIK SECURITIES CO.,LTD		
316	ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	352	บริษัทหลักทรัพย์ บลูเบลล์ จำกัด BLUEBELL SECURITIES COMPANY LIMITED		
320	ธนาคารดอยซ์แบงก์ เอจี สาขากรุงเทพฯ - เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES	412	บริษัท ศรีสวัสดิ์ แคปปิตอล 1969 จำกัด (มหาชน) Srisawad Capital 1969 Public Company Limited		
328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)		
329	ธนาคารทหารไทยธนชาต จำกัด (มหาชน) TMBThanachart Bank Public Company Limited	432	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) - เพื่อพันธบัตร Bank of Ayudhya Public Company Limited – For Bond		

POWER OF ATTORNEY

(For Tender Offer Acceptance and Subscription - NVDR)

Stamp Duty 30 Baht

			Made at		
			Date		
I/We			Age.		years
Nationality	ID Card N	o. / Passport No			
	can be reached by mail)				
	Country				
units of NVDR of ordinar	ry shares of Sino-Thai Engineering	and Construction Public Comp	any Limited ("STEC")		
hereby authorize (Mr. / M	Miss / Mrs.)		Age		years
Nationality	ID Card N	lo. / Passport No			
•	can be reached by mail)				
	Country				
Registered address	Same as contact address As f	ollows			
· ·					
to act as my/our attorne	y to sell, transfer, endorse and del	iver such securities of STEC in	ncluding subscription for ne	wly issued NVDR of o	ordinary shares of
Stecon Group Public Cor	mpany Limited (the "Tender Offero	") as to receive payment due to	acceptance of tender offer	through the Tender O	ffer Agent, DAOL
Securities (Thailand) Pul	blic Company Limited, and to be a	uthorized to do and execute all	such other matters in conr	nection with the afores	aid mentioned on
my/our behalf until its co	mpletion.				
IN WITNESS WHEREOR	F, this Power of Attorney has been	duly executed in the presence	of the witnesses on the da	te herein above writte	n.
		Signature		Grantor	
		()		
		,	,		
		Signature		Attorney-in-fact	
		()	,	
		`	,		
		Signature		Witness	
		1	,		

Note:

- 1) The grantor is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of passport or alien certificate (Foreign Individual) or
 - c. Certified true copies of Affidavit (Thai Juristic Person) and certified true copies of documents in 1) a. or 1) b. (as the case may be) of the authorized signatory who sign the power of attorney or

Witness

Signature

- d. Certified true copies of certificate of incorporation or Affidavit (Foreign Juristic Person) and certified true copies of documents in 1) a. or 1) b. (as the case may be) of the authorized signatory who sign the power of attorney
- 2) The attorney-in-fact is required to attach the following documents with certified true copies of the authorized representatives(s):
 - a. Certified true copies of ID card (Thai Individual) or
 - b. Certified true copies of passport or alien certificate (Foreign Individual)
- 3) In case that the grantor is foreign juristic person the certified true copies of documents in 1) d. of grantor and documents in 2) of attorney-in-fact must be certified by the notary public officer and Royal Thai embassy or Thai consulate in the country where the documents were prepared not more than six months prior to the last day of the Tender Offer Period