CENTRALRETAIL

- Translation -

Ref. CRC CS023/2021

July 20, 2021

 Subject
 General Offer to Purchase Ordinary Shares of Robinson Public Company Limited ("ROBINS") from Minority Shareholders

Attention The Minority Shareholders Robinson Public Company Limited

Attachment 1. Details of the General Offer to Purchase Ordinary Shares from Minority Shareholders

- 2. General Offer Acceptance Form of the Ordinary Shares from Minority Shareholders
- 3. Amending Securities Holder Records ("Form TSD-301")
- 4. Securities Transfer to/from Issuer Account with Participant ("Form TSD-403)
- 5. Confirmation of the Offered Securities Cost
- 6. Power of Attorney for General Offer Acceptance of ROBINS
- 7. Form for Stamp Duty Affix

Central Retail Corporation Public Company Limited ("**CRC**") has completed the General Offer for the entire securities of Robinson Public Company Limited ("**ROBINS**") for delisting of ROBINS' securities from being the listed securities on the Stock Exchange of Thailand ("**SET**") on December 27, 2019 to February 3, 2020. After the aforementioned transaction, CRC has directly and indirectly held the ordinary shares of ROBINS with an amount of 1,092,784,719 shares, representing approximately 98.4 percent of total issued shares of ROBINS. Subsequently, ROBINS has requested for voluntary delisting of ROBINS' shares from being listed on the SET and The Board of Governors of SET has approved the delisting of ROBINS' common stocks with effective date from February 20, 2020 onwards.

Currently, there are some ordinary shares of ROBINS that are still being held by minority shareholders. While the status of the ROBINS is a non-listed company, the minority shareholders are no longer able to have trading liquidity of the securities, and there is no acceptable market price for underlying securities to be traded. However, the returns to shareholder mainly depend on the dividends paid out from the company's performance, while dividend payment policy depends on the management policy and the ROBINS' fund requirement in the future. Therefore, in order to minimize impact to minority shareholders who didn't participate in the previous Tender Offer for Delisting and still hold ROBINS shares, as well as the result of shareholder's demand survey during May 2021, CRC would like to further make the general offer to purchase ordinary shares of ROBINS from all minority shareholders are as follows;

Brief Information of the General Offer to Purchase Ordinary Shares from Minority Shareholders

1. Name of the Offeror

Central Retail Corporation Public Company Limited

2. The Offerees

All shareholders of Robinson Public Company Limited

3. Offer Price

The Offer Price of ROBINS' ordinary share is THB 16.00 (Sixteen Baht) per share.

Remark:

- The shareholders who accept to sell their securities (the "Offerees") are subject to a brokerage fee of 0.25 percent of the offering price and value added tax (VAT) of 7.00 percent of the brokerage fee. Therefore, the net price to be received by the Offerees will be THB 15.9572 per share (Fifteen point Nine Five Seven Two Baht) per share ("Net Offer Price").
- In calculation of the proceed to be paid to Offerees, the General Offer Agent shall bring the net price multiplied by the amount of the offered securities, then round off the amount of the purchase price with 2 decimal places. If any fraction is more than or equivalent to THB 0.005, such fraction will be rounded up. If any fraction is less than THB 0.005, such fraction will be rounded down.

4. Offer Period

10 business days, or from August 2, 2021 to August 16, 2021 during the office hours of the General Offer Agent, from 9:00 a.m. to 4:00 p.m. (Additional offer period)

5. Payment Date

The Offeror will make a payment at the Net Offer Price to the Offerees within the 2nd business day from the last day of the Offer Period, which is August 18, 2021 provided that the General Offer Acceptance Form of the Ordinary Shares of ROBINS from Minority Shareholders along with the supporting documents submitted by the Offerees must be correct and completed, and the transfer of the securities is completed and valid.

However, Details of the General Offer to Purchase Ordinary Shares of ROBINS from Minority Shareholders can be referred to the <u>Attachment 1</u> attached herewith

Please be informed accordingly.

Sincerely yours,

- Signed -

(Mrs. Yuwadee Chirathivat)

Authorized Director

- Signed –

(Mr. Prin Chirathivat)

Authorized Director

Details of the General Offer to Purchase Ordinary Shares of ROBINS from Minority Shareholders

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1. Name of the Offeror

Central Retail Corporation Public Company Limited

2. The Offerees

All shareholders of Robinson Public Company Limited

3. Offer Price

The Offer Price of ordinary share is THB 16.00 (Sixteen Baht) per share.

Stamp Duty

Since the ordinary shares of ROBINS are delisted from being the listed securities on the SET, the Offerees, both individuals and juristic person, who offer to sell their shares in this General Offer shall subject to Stamp Duty for the offer of the ordinary shares of ROBINS. The Stamp Duty is calculated by the Offer Price at the rate of THB 1 per THB 1,000 or a fraction of THB 1,000. In case of Share Certificates or Scripless, the Offerees shall completely affix Stamp Duty in <u>Attachment 7</u> to be submitted with General Offer Acceptance Form of the Ordinary Shares of ROBINS from Minority Shareholders ("General Offer Acceptance Form") to the General Offer Agent.

Withholding Tax

According to the Revenue Code of Thailand, the gain received from capital gain will subject to personal income tax or corporate income tax, the Offerees shall subject to an income tax from capital gain (if any). The capital gain is calculated by the difference between the Offer Price and the cost of offered securities in order that CRC shall deduct the withholding tax for the Revenue Department filing.

In case the Offerees is individual who is tax resident in Thailand, CRC shall deduct the withholding tax at a rate of personal income tax rate of 5 percent to 35 percent of the capital gain from sale of the ordinary shares. The Offerees shall declare the cost of securities to CRC for withholding tax deduction by completing and submitting the Form for Confirmation of the Offered Securities Cost enclosed in <u>Attachment 5</u>, together with evidence of such securities cost. In the event that any Offerees fails to declare the offered securities cost in the Form for Confirmation of the Offered Securities Cost, CRC shall deduct the withholding tax from the Offer Price which shall be received by the Offerees as if the securities cost is equivalent to THB 0 (Zero Baht). The individual Offerees shall not be exempted from personal income tax for capital gain (if any), the Offerees shall include such capital gain to be an assessable income for personal income tax payment since the ordinary shares of ROBINS are delisted from being the listed securities, therefore, the capital gain (if any) is not the capital gain of the securities on the SET which shall be excepted from the personal income tax.

In case the Offerees is (1) individual who is not tax resident in Thailand or (2) foreigner juristic person who does not operate any business in Thailand (except in case the Offerees is able to declare to the CRC that the Offerees is tax resident in a country which has a Double Taxation Agreement with Thailand and in such Double Taxation Agreement has capital gain tax exemption occurred in Thailand),

CRC shall deduct the withholding tax with the rate of 15 percent of the capital gain (The capital gain is the difference between the Offer Price and the offered securities cost). The Offerees shall declare the securities cost to the CRC by filling and submitting the Form for Confirmation of the Offered Securities Cost enclosed in <u>Attachment 5</u>, together with evidence of such securities cost. In the event that any Offerees fails to declare the offered securities cost in the Form for Confirmation of the Offered Securities Cost, CRC shall deduct the withholding tax from the Offer Price which shall be received by the Offerees as if the securities cost is equivalent to THB 0 (Zero Baht).

Remark:

- The shareholders who accept to sell their securities (the "Offerees") are subject to a brokerage fee of 0.25 percent of the offering price and value added tax (VAT) of 7.00 percent of the brokerage fee. Therefore, the net price to be received by the Offerees will be THB 15.9572 (Fifteen point Nine Five Seven Two Baht) per share. ("Net Offer Price").
- In calculation of the proceed to be paid to Offerees, the General Offer Agent shall bring the net price multiplied by the amount of the offered securities, then round off the amount of the purchase price with 2 decimal places. If any fraction is more than or equivalent to THB 0.005, such fraction will be rounded up. If any fraction is less than THB 0.005, such fraction will be rounded down.

4. Offer Period

10 business days, or from August 2, 2021 to August 16, 2021 during the office hours of the General Offer Agent, from 9:00 a.m. to 4:00 p.m. ("Additional offer period")

Name	Kiatnakin Phatra Securities Public Company Limited
Address	6th Floor, Muang Thai Phatra Office Tower 1, 252/6 Ratchadapisek Road, Huaykwang Subdistrict, Bangkok 10310
Telephone No.	66 (0) 2165 5555 press 2, then press 4 respectively Information inquiry available daily during 8.00 a.m. – 6.00 p.m.

5. General Offer Agent Information

6. Payment Date

The Offeror will make a payment at the Net Offer Price to the Offerees within the 2nd business day from the last day of the Offer Period, which is August 18, 2021, provided that the General Offer Acceptance Form along with the supporting documents submitted by the Offerees must be correct and completed, and the transfer of the securities is completed and valid.

7. General Offer Acceptance Procedures

To accept the General Offer, the Offerees, who intends to sell the shares either entirely or partially, shall comply with the following procedures, attached herewith:

- 7.1 Complete, accurately and clearly, the General Offer Acceptance Form enclosed in Attachment 2, with the signature of the Offeree.
- 7.2 Enclose the following documents for the sale of shares;

7.2.1 In Case of Share Certificates (Script)

The share certificate must be endorsed with the signature of the Offerees in the column headed "signature of the transferor" on the back of each share certificate and enclosed 2 copies of the duly signed documents to identify the Offerees as mentioned in Section 7.2.3. The Offerees' signature endorsed on the share certificate must be the same as the signatures appeared on all documents of the Offerees. As the share certificates submitted along with the General Offer Acceptance Form must be verified by the Thailand Securities Depository Co., Ltd (the "**TSD**"), thus, in order for the Offerees to completely sell the shares within the Offer Period, the Offerees should submit the General Offer Acceptance Form along with the enclosed documents within August 11, 2021 or at least two business days prior to the last day of the Offer Period to provide sufficient time for the General Offer Agent to verify and deposit the share certificate with the TSD who is the security registrar. If the share certificates are rejected from TSD, the Offeror and/or the General Offer Agent reserve the right to refuse the General Offer Acceptance Form of the Offerees and the General Offer Agent will notify the Offerees to collect the share certificates.

- In the event that the title, first name or last name of the shareholder appeared on the share certificate is different from those appeared on the identification card, or in the case of the juristic entity's name of the shareholder stated in the share certificate is different from those stated in juristic entity's affidavit issued by the Ministry of Commerce (in case of Thai juristic entities) or Certificate of Commercial Registration (in case of Foreign juristic entities), the Offerees has to complete the "Amending Securities Holder Records" prescribed by TSD ("Form TSD-301"), enclosed in <u>Attachment 3</u>, and attach the official documents for the rectification such as marriage certificate, divorce certificate, or notification of change of name, as the case may be whereby every page of such documents must be certified as true copy. The rectified name must be the same as that stated in the identification card, civil servant identification, state enterprise employee card, juristic entity's affidavit or certificate of commercial registration of the Offerees, as the case shall apply.

- In the case of identification card that is valid for a lifetime, civil servant identification, or state enterprise employee card, the Offerees must attach the certified copy of household registration showing address and name that must be the same as those appeared on the identification card.

- In the event that the Offerees is an executor of a will, the Offerees must submit a copy of a court order appointing the Offerees as the executor issued not more than one year prior to the submission date of the General Offer Acceptance Form, a copy of death certificate, a certified true copy of the identification card and house registration of the executor, and share certificates endorsed by signature of the executor on the back.

- In the event that the Offerees is a minor, the parents must endorse on the back of the share certificate and attach a certified true copy of identification card of the parents and the minor, as well as the household registration of the parents and the minor.

- In case that the Offerees lost his/her share certificates, the Offerees must contact TSD and request for an issuance of new share certificate, in order to sell the Offerees shares to the General Offer Agent. As the process of issuing new shares may take up to 2 weeks, the Offerees should contact TSD at least 2 weeks before the end of the Offer Period.

Remark: In case of the share certificate, the acceptance of General Offer will be completed when the share certificate has been verified by and deposited with the TSD. If the share certificates are rejected by the TSD, the Offeror and/or the General Offer Agent reserve the right to refuse the General Offer Acceptance Form of the Offerees and the General Offer Agent will notify the Offerees to collect the share certificate.

7.2.2 In Case of Shares Deposited with TSD (Scripless)

The Offerees must contact the securities company which the Offerees has the brokerage account and deposit the shares with and submit one set of the duly signed documents mentioned in Section 7.2.3 to transfer the offered scripless shares into the following account of the General Offer Agent:

For Thai shareholders Account name "บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน) เพื่อคำเสนอซื้อ" Account number 006-000 000 015-7

For Foreign shareholders Account name "KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED FOR TENDER" Account number 006-000 000 015-7

The Offerees shall send the General Offer Acceptance Form with one set of related documents as stated under in Section 7.2.3 to the securities brokerage that the Offerees has the brokerage account with where such security brokers will then collect and submit the signed General Offer Acceptance Form of the Offerees to the General Offer Agent.

In case of shares deposited with TSD, under the issuer account no. 600, the Offerees must complete and sign, accurately and clearly, and submit the form "Securities Transfer to/from Issuer Account with Participant" ("Form TSD-403") enclosed in <u>Attachment 4</u> and

one set of identification documents of securities holder, according to the type of person indicating in page 2 of Form TSD-403, in addition to the General Offer Acceptance Form with one set of related documents as stated under in Section 7.2.3 in order to transfer offered scripless shares into the following account of the General Offer Agent:

For Thai shareholders Account name "บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน) เพื่อคำเสนอซื้อ" Account number 006-000 000 015-7

For Foreign shareholders Account name "KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED FOR TENDER" Account number 006-000 000 015-7

The Offerees shall send the General Offer Acceptance Form with one set of related documents as stated under in Section 7.2.3 and Form TSD-403 with one set of related documents to be submitted for securities transfer to/from the issuer account with participant, indicating in page 2 of Form TSD-403, to the General Offer Agent. The General Offer Agent shall send Form TSD-403 with its supporting documents to TSD for verification and the Offerees' securities transfer from the issuer account to the account of General Offer Agent. In order for the Offerees to sell the shares within the Offer Period, the Offeree, whose shares is deposited in the issuer account no. 600, shall submit the General Offer Acceptance Form along with Form TSD-403 and their enclosed documents within August 11, 2021 or at least two business days prior to the last day of the Offer Period to provide sufficient time for the General Offer Agent to verify and process the securities transfer with the TSD who is the security registrar. If Form TSD-403 is rejected from TSD, the Offeror and/or the General Offer Agent reserve the right to refuse the General Offer Acceptance Form of the Offeree.

7.2.3 The Offerees shall enclose the following documents for the identification of the Offerees Thai Individual

- A certified true copy of valid identification card, civil servant identification card or state enterprise employee identification card that shows 13- digit identification number. Photocopy of all documents must be clear, and legible. The signature used must be the same as the signature appeared on all documents related to the General Offer.
- In the event that the Offerees is a minor, the parents must submit an approval form, and a certified true copy of identification card of the parents and the minor as well as the household registration of the parents and the minor endorsed by a signature of the parent and the minor.
- In the event that the Offerees is an executor of a will, an Offerees must submit a copy of a court order appointing the Offerees as the executor issued not more than one year prior to the submission date of the General Offer Acceptance Form, a copy of death

certificate, a certified true copy of the identification card and house registration of the executor

Foreign Individual

- A certified true copy of his/her valid Alien Certificate or passport. The signature stated on copy of passport must be the same as the signature appeared on all documents related to the General Offer. A photocopy of all documents must be clear, and legible.

Thai Juristic Person

- A copy of juristic entity's affidavit issued by the Ministry of Commerce for no longer than 6 months prior to the last day of the Offer Period certified by authorized signatory(ies) and affixed with juristic entity seal (if any); and
- A certified true copy of valid identification card, civil servant identification card or state enterprise employee identification card of the authorized signatory(ies) that shows 13digit identification number. In case the authorized signatory(ies) is a foreigner, a certified true copy of his/her alien certificate or passport is required.

Photocopy of all documents must be clear and legible. The signature used must be the same as the signature appeared on all documents related to the General Offer.

Remark: A Thai juristic Offerees must deduct withholding tax in the amount of 3 percent of brokerage fee and issue a withholding tax certificate to the General Offer Agent.

Foreign Juristic Person

- A certified true copy of the certificate of incorporation and juristic entity's affidavit issued by the officer of the juristic person or the governmental authority of the country in which the juristic person is located, which certifies name of juristic person, authorized person(s), location of headquarters and power or conditions of signing authorization, issued not more than 6 months prior to the last day of the Offer Period. The documents must be certified by authorized signatory(ies), and affixed with company seal (if any), of the juristic person; and
- A valid certified true copy of identification card, civil servant identification card or state enterprise employee identification card of the authorized signatory(ies). In case the authorized signatory(ies) is a foreigner, a valid certified true copy of his/her alien certificate or passport is required.

All the aforementioned documents must be notarized by the Notary Public officer and then authenticated by an official of the Thai Embassy and legalized by the Thai Consulate in the country of issuance or notarization thereof, all of which must be issued for no longer than 6 months prior to the last day of the Offer Period.

In addition, photocopy of all documents must be clear, and legible. The signature used must be the same as the signature appeared on all documents related to the General Offer.

A foreign juristic person who does not operate any business in Thailand and reside in a country which does not have a double taxation agreement with Thailand or has a double taxation agreement with Thailand but such agreement does not exempt withholding tax on capital gains from the sale of shares in Thailand

The Offerees is subject to a 15 percent withholding tax on capital gains on sale of securities with the difference between the Offer Price and the price at which the Offerees originally acquired the offered shares. The price at which such Offerees originally acquired the offered shares must be declared by completing the Form for Confirmation of the Offered Securities Cost enclosed in <u>Attachment 5</u>, together with evidence of such securities cost.

In the event that any Offerees fails to declare the aforementioned information together with the Confirmation of the Offered Securities Cost, CRC will determine the amount of withholding tax calculated by multiplying the Offer Price by the total number of shares which such Offerees expresses intention to sell and will deduct the withholding tax accordingly.

- 7.2.4 Where the Offerees is represented by an authorized representative, the required documents shall also include the power of attorney appointing the authorized representative as stated in <u>Attachment 6</u>, affixed with stamp duty of THB 10 or THB 30, as the case may be, together with a certified true copy of each of the documents set out in Section 7.2.3 of the Offerees and the authorized representative.
- 7.2.5 Other documents which the General Offer Agent and/or CRC may request
- 7.2.6 If the Offerees has any questions regarding the acceptance of the General Offer, please contact:

Kiatnakin Phatra Securities Public Company Limited
6th Floor, Muang Thai-Phatra Office Tower 1,
252/6 Ratchadapisek Road, Huaykwang, Bangkok 10310
Tel: 66 (0) 165 5555 press 2 and 4 respectively
Information inquiry available during 8.00 a.m. - 6.00 p.m. daily

7.2.7 In any case, the Offerees is required to fill details of the offered securities cost in the Confirmation of the Offered Securities Cost enclosed in <u>Attachment 5</u> and provide evidence of such securities cost. In the event that the Offerees fails to declare such Securities Cost together with the aforementioned form, CRC shall deduct withholding tax calculated by

multiplying the Offer Price by the total number of ROBINS shares which such Offerees expresses intention to sell and will deduct the withholding tax accordingly.

7.3 Submission of the General Offer Acceptance Form

7.3.1 In Case of Share Certificates (Script)

As the share certificates submitted along with the General Offer Acceptance Form must be verified by TSD first, in order that the Offerees can sell the shares within the Offer Period, the Offerees must submit the completed General Offer Acceptance Form together with endorsed share certificates and two set of supporting documents as stated in Section 7.2 on business days from August 2, 2021 to August 16, 2021, during 9.00 a.m. to 4.00 p.m. at the office of the General Offer Acceptance Form together and supporting documents within August 11, 2021 or at least two business days prior to the last day of the Offer Period at the following address:

Kiatnakin Phatra Securities Public Company Limited

6th Floor, Muang Thai-Phatra Office Tower 1,

252/6 Ratchadapisek Road, Huaykwang, Bangkok 10310

Tel: 66 (0) 165 5555 press 2 and 4 respectively

Information inquiry available during 8.00 a.m. - 6.00 p.m. daily

In addition, the General Offer Agent will not accept any documents submitted by post.

Moreover, for the Offerees who holds share certificates, the General Offer Acceptance Form will be effective only when such share certificate has been duly verified by and deposited with the TSD. In the event that the share certificates are rejected from depository by the TSD, the Offeror and/or the General Offer Agent reserve the right to refuse the General Offer Acceptance Form and the General Offer Agent will notify the Offerees to collect the share certificate.

7.3.2 In Case of Shares Deposited with TSD (Scripless form)

In the case that the Offerees has shares deposited with TSD, in scripless form, via the securities broker whom the Offerees has the brokerage account with, the Offerees can submit the General Offer Acceptance Form and the related documents to the security broker within the day specified by each security broker, so that the security brokers will collect and submit the signed General Offer Acceptance Form of the Offerees to the General Offer Agent within the Offer Period.

7.3.3 In Case of Shares Deposited with TSD under the Issuer Account No. 600

The Offerees can submit the General Offer Acceptance Form with one set of related documents as stated under in Section 7.2.3 and Form TSD-403 together with the required documents for the securities transfer to/from the issuer account with participant form as indicated in page 2 of Form TSD-403, to the General Offer Agent. The General Offer Agent will send Form TSD-403 with its supporting documents to TSD for verification and transfer the Offerees' securities from the issuer account to the account of General Offer Agent. In order for the Offerees to sell the shares within the Offer Period, the Offeree, whose shares is deposited in the issuer account no. 600, shall submit the General Offer Acceptance Form along with Form TSD-403 and their enclosed documents within August 11, 2021 or at least two business days prior to the last day of the Offer Period to provide sufficient time for the General Offer Agent to verify and process the securities transfer with the TSD who is the security registrar. If Form TSD-403 is rejected from TSD, the Offeror and/or the General Offer Agent reserve the right to refuse the General Offer Acceptance Form of the Offeree.

- 7.4 In case that the share intended for sale is under pledge or encumbrance, the Offerees has to procure the release/ discharge of the pledge or encumbrance before submission of the General Offer Acceptance Form as stated in section 7.1 to 7.3.
- 7.5 Offeror and/or General Offer Agent reserves the right to amend the details of the acceptance procedure as specified herein as appropriate in case of any problems, obstacles, or restrictions, to facilitate the completion of the General Offer.

8. Procedures for the Purchase of Securities

The Offeror will purchase all ordinary shares submitted to the General Offer Agent in accordance with the procedures described in this document except when The Offeror cancels the General Offer under conditions provided in this document.

9. Settlement and Payment Procedures

After the Offerees[,] General Offer Acceptance Form, share certificate, and all required documents as specified in Section 7.2 are duly examined and verified, and the Offerees[,] security broker confirms that shares transfer is completed, the Offeror, through the General Offer Agent, will then make a payment for the purchase of shares to the Offerees in accordance with the payment method selected by the Offerees in the General Offer Acceptance Form. Details on settlement and payment procedures are as follows:

9.1 Payment by bank transfer via Automatic Transfer System (ATS)

The Offerees shall inform the bank account information to be used to receive the payment for the purchase of shares. The account must be a saving or current account, which is able to execute transactions via auto transfer system, opened only with (1) Bank of Ayudhya Public Company Limited (2) Siam Commercial Bank Public Company Limited (3) Bangkok Bank Public Company

Limited (4) Krungthai Bank Public Company Limited (5) Kasikornbank Public Company Limited (6) TMBThanachart Bank Public Company Limited (7) United Overseas Bank Public Company Limited (8) Kiatnakin Phatra Bank Public Company Limited or (9) CIMB Thai Bank Public Company Limited. The name of the account holder must be the same as that of the Offerees stated in the General Offer Acceptance Form. The Offerees must provide either a certified true copy of the first page of the saving passbook or a certified true copy of the current account statement which show the account name and account number. A copy of all documents must be clear, and legible.

Through the General Offer Agent, the Offeror will make payment to the Offerees[•] account by 4:00 p.m. on August 18, 2021 ("**Payment Date**"), which is the second business day following the last day of the Offer Period. In the event that the General Offer Agent cannot complete the transfer for any reason, the Offeror reserves the right to procure the General Offer Agent to make a payment for the purchase of securities by cheque. Through the General Offer Agent, the Offeror will send the cheque to the Offerees via registered post to the address specified in the General Offer Acceptance Form within 15 days after the Payment Date as stated in Section 9.2.3. For convenience, it is recommended that the Offerees receives the payment via bank transfer. No transfer fee or any other service fee will be charged.

9.2 Payment by cheque

Through the General Offer Agent, The Offeror will make payment to the Offerees by a cheque. A clearing process may take approximately 7-15 days if the Offerees deposits such cheque in an account in different clearing areas other than Bangkok (depend on each bank's procedure). The Offerees can select one of the three methods of cheque receipt, as follows:

9.2.1 Collecting cheque in person

The Offerees can collect his or her cheque made in the name of "A/C Payee Only" from August 18, 2021 onward which is the second business day following the last day of the Offer Period, during 9.00 a.m. to 4.00 p.m. at the office of the General Offer Agent at the following address:

Kiatnakin Phatra Securities Public Company Limited

6th Floor, Muang Thai-Phatra Office Tower 1,

252/6 Ratchadapisek Road, Huaykwang, Bangkok 10310

Tel: 66 (0) 165 5555 press 2 and 4 respectively

Information inquiry available during 8.00 a.m. – 6.00 p.m. daily

If the cheque has not been collected within 15 business days following the payment date, through the General Offer Agent, The Offeror will send the cheque to the Offerees via registered post to the address specified in the General Offer Acceptance Form.

Under any circumstance, after the payment cheque has been sent to the Offerees by registered post at the address stated in the General Offer Acceptance Form, it will be deemed that the Offerees has duly received the full payment of securities and the Offerees does not have the right to claim for any interest or damage.

9.2.2 The Offerees appoints other persons to collect the cheque on his or her behalf

In the case where the Offerees wishes to appoint another person to collect the cheque on his or her behalf, such person shall submit a power of attorney to the General Offer Agent affixed with a THB 10 or THB 30 stamp duty, as the case may be, and a certified true copy of each of the documents as stated in Section 7.2.3 of the Offerees and the appointed person.

The appointed person can collect the cheque according to the procedures and conditions stated in Section 9.2.1.

If the cheque has not been collected within 15 business days following the payment date, through the General Offer Agent, The Offeror will send the cheque to the Offerees via registered post to the address specified in the General Offer Acceptance Form.

Under any circumstance, after the payment cheque has been sent to the Offerees by registered post at the address stated in the General Offer Acceptance Form, it will be deemed that the Offerees has duly received the full payment of securities and the Offerees does not have the right to claim for any interest or damage.

9.2.3 The Offerees wishes to receive the cheque via registered post at the address specified in the General Offer Acceptance Form

The Offerees can select to receive payment via registered post at the address stated in the General Offer Acceptance Form. However, the Offerees might receive the cheque later than the second business day from the last day of the Offer Period or August 18, 2021.

Under any circumstance, after the payment cheque has been sent to the Offerees by registered mail at the address stated in the General Offer Acceptance Form, it will be deemed that the Offerees has duly received the full payment of securities and the Offerees does not have the right to claim for any interest or damage.

Remark: In the case that share offered is in share certificate form, the Offeror or the General Offer Agent will make payment to the Offerees only after such share certificates have been verified by and deposited with the TSD. If the TSD refuses to accept such share certificates, the Offeror and/or the General Offer Agent reserve the right to refuse the General Offer Acceptance Form of the Offerees and the Offeror will not make or be obliged to make any payment to the Offeree. The Offerees will then be notified to collect the share certificates.

10. Procedure for collecting share certification in the case of cancellation of the General Offer

In the event that the cancellation of General Offer occurred under conditions provided in General Offer document, the General Offer Agent shall proceed as follows;

10.1 In Case of Share Certificates (Script)

In the event that the General Offer is cancelled, the General Offer Agent shall return share certification to the Offeree, where the Offerees can contact to collect their share certification, during 9.00 a.m. to 4.00 p.m. of a business day at the following address after the next business day that the Offeror cancelled the General Offer. Since the General Offer Agent must verify such share certification by collecting to TSD, where TSD shall transfer share certification to Scripless form, therefore, in order to collecting share certification, the Offerees shall comply with the procedures provided by the General Offer Agent and the Offerees is subject to any cost occurred from the collecting share certification. The process of issuing new share certificate may take up to 14 days.

Kiatnakin Phatra Securities Public Company Limited

6th Floor, Muang Thai-Phatra Office Tower 1,

252/6 Ratchadapisek Road, Huaykwang, Bangkok 10310

Tel: 66 (0) 165 5555 press 2 and 4 respectively

Information inquiry available during 8.00 a.m. - 6.00 p.m. daily

10.2 In Case of Shares Deposited with TSD (Scripless)

The General Offer Agent shall return the securities via TSD to deposit with the security broker the Offerees declared in the General Offer Acceptance Form within the next business day after the Offeror canceled the General Offer.

Remark: The collecting of share certification or Scripless is depends on the type of the offered securities, the Offerees cannot change the type of the securities.

11. Conditions on Change or Cancel in the General Offer

The Offeror may reserve the right to modify and/or change the Offer Price, amount of the offered securities, Payment Procedure, Date and Time of General Offer Procedures, any essential and involved detail as well as the right to cancel the General Offer upon the occurrence of the following events:

- (a) Any event or act occurred with serve damage and significant effect of the status or assets of ROBINS during the Offer Period, where such event or act has not resulted from the acts of the Offeror or any act for which the Offeror is responsible; or
- (b) Any event or act caused or may cause the Ordinary Share Price of ROBINS has a significant reduction, where such event or act has not resulted from the acts of the Offeror or any act for which the Offeror is responsible; or

- (c) Any suspension of work due to Covid-19 pandemic or unexpected incident; or
- (d) Any other event or act in which CRC considered as appropriate.

12. Conditions on Cancellation their Intention to sell

The shareholders of ROBINS who accept the General Offer to sell ROBINS[,] shares cannot cancel their acceptance in all cases.

General Offer Acceptance Form



General Offer Acceptance Form of the Ordinary Shares of Robinson Public Company Limited ("ROBINS") from Minority Shareholders ("General Offer Acceptance Form") Date Acceptance Form No To Central Retail Corporation Public Company Limited as the "CRC" and Kiatnakin Phatra Securities Public Company Limited as the "General Offer Agent" Tambon/Sub-district Amphur/District Province Postal CodeContact Telephone Address appears in personal ID card/House Registration Address same as above Address appears in personal ID card/House Registration Address different from above (Please specify) Current Address Same as contact address Same as address appears in personal ID card/House Registration Address Different from the address appears in personal ID card/House Registration Address (Please specify) Office Address (Name and Address) Source of income from: Thailand Others (Please specify the country Source of payment (can select more than 1 option): Natural person: Saving Self-employed business Salary Investment income/ Inheritance Other (please specify) Please specify type of the Offerees of Robinson Public Company Limited ("ROBINS"): Thai Individual ID /Civil Servant Identification/State Enterprise Employee Card No..... П Certificate/ Passport No..... Foreign Individual Alien Thai Juristic Person Registration No..... Foreign Juristic Person who engages in business in Thailand Certificate of Incorporation No..... Foreign Juristic Person who does not engage in business in Thailand Certificate of Incorporation No..... \square I/We accept to sell) of ordinary shares of Robinson Public Company Limited at the Offer Price of THB 16.00 (THB Sixteen) per share, after deducting the brokerage fee of 0.25 per cent of the Offer Price and value added tax (VAT) of 7.00 per cent of the brokerage fee. The Net Offer Price is THB 15.9572 (THB Fifteen point Nine Five Seven Two) per share. The Total Net Amount is THB) of I/We thoroughly examined the terms and conditions contained in the General Offer Documents and agree to follow the terms and conditions stated in the General Offer Documents. I/We hereby appoint Kiatnakin Phatra Securities PLC as my proxy to sell, transfer, deliver ordinary shares, arrange the payment procedure and process other necessary relevant to the sales of ordinary shares of Robinson Public Company Limited under the General Offer to Purchase Ordinary Shares from Minority Shareholders. \Box Share certificate

Name of Registered Shareholder	Share Certificate No.	Brokerage No. (Participant No.)	Transfer No.	Transfer Date*	No. of shares
Total					

I/We attach supporting documents as evidence for the acceptance of the General Offer which includes the share certificate with endorsement and/or the document shown the shares transfer through TSD into the below account, together with the proof of identity documents of the Offeree.

	For the shares offered from	Account Name	Account No.	
	Thai Shareholders	บริษัทหลักทรัพย์ เกียรตินาคินภัทร จำกัด (มหาชน) เพื่อคำแสนอซื้อ	006-00000015-7	
	Foreign Shareholders	KIATNAKIN PHATRA SECURITIES PUBLIC COMPANY LIMITED FOR TENDER	006-00000015-7	
Collect the cheque by myself/ourselves at Kiatnakin Phatra Securities PCL				

 \Box Send the cheque via registered post to the address above

 \Box Transfer to Bank \Box 1. BAY \Box 2. SCB \Box 3. BBL \Box 4.KTB \Box 5. KBANK \Box 6. TTB \Box 7. UOB \Box 8. KKP \Box 9.CIMB

(The name of the account holder must be the same as the name of Offerees stated in the General Offer Acceptance Form. Besides, the Offerees must provide either a certified copy of the first page of the savings deposit pass book or a certified copy of the current account pass book).

In case where the amount of payment is equal to THB 100,000 or more, please identify the Beneficial Owner* accordingly:

In case where the subscriber is a natural person \Box for the Offerees \Box for another (please specify)
In case where the subscriber is a juristic person, \Box for a subscriber \Box for another (please specify)
*D C 10 (1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1

*Beneficial Owner means a natural person who ultimately owns or controls a customer or has control over relationship between a customer and the financial institution or a person on whose behalf a transaction is being conducted, including those persons who exercise ultimate effective control over a juristic person.

I/We hereby certify that all ordinary shares of ROBINS offered for sale are free from any encumbrance.

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RECEIPT FOR SHARE CERTIFICATE / SCRIPLESS AND GENERAL OFFER ACCEPTANCE FORM OF
THE ORDINARY SHARES OF ROBINS FROM MINORITY SHAREHOLDERS
Date Acceptance Form No
Ciatnakin Phatra Securities PCL has received the General Offer Acceptance Form of the Ordinary Shares of ROBINS from Minority Shareholders and the following:
Share certificate for the total number of
rom Mr. / Mrs. / Miss / Company / Other (Please specify)
Receive the Payment:
Collect the cheque by myself/ourselves at Kiatnakin Phatra Securities PCL 🗆 Send the cheque via registered post to the address above
] Transfer to 🗆 Î. BĂY 🗇 2. SCB 🗆 3. BBL 🗆 4.KTB 🗆 5. KBANK 🗆 6. TTB 🗆 7. UOB 🗆 8. KKP 🖃 9. CIMB

Branch Account No.

SignedRecipient

(.....)

Amending Securities Holder Records

L



We	national I.D. card/passport/company Registration no.

hereby request the Thailand Securities Depository Co., Ltd. ("TSD") amend the following information pertaining to myself.

Type of information	Previous information	Amended information
Honorific (Mr./Mrs./Miss)	▶	>
First name - last name	~	>
For general contacts	\triangleright	>
Address for sending proxy form and the meeting invitation to	Use the amended address as above Specify the address*	l
shareholders (Principal address)		
In case of holding shares as at the date of XM book closing	*To be effective for selecting Principal address, which you previously registered with TSD or Bro	your specified address must be the same as the address ker/Custodian.
Postal code	\blacktriangleright	\triangleright
Home/Office telephone No.	~	>
Mobile phone/Fax No.	\checkmark	>
email address	\checkmark	>
This email address is used for		
getting the result of amendment from		
TSD		
D Other	\triangleright	\blacktriangleright

To be effective in time for the book closing date, TSD must receive all documentation at least five working days prior to such date. If the securities holder has deposited the securities in question with his/her broker/custodian, the securities holder should contact that broker/custodian.

The given above mailing address must be able to receive documents and must not be a post office number.

I/ We hereby certify that the aforementioned statements are complete and true. Should TSD incur any direct or indirect damage, obligation or

expense due to complying with my request as given above, I/we shall be fully responsible and shall unconditionally compensate TSD in full.

Signature	Securities	holda
Signature _	Securities I	noidei

) Phone no.

Please turn page over for list of required documents rightarrow

(If a proxy has been assigned, please sign as both the securities holder and the grantor)

I/We here by authorize		as my/our repre	esentative, with full authority to file this application.	Revenue
Signature	Grantor	Signature	Grantee	stamp
()	() Phone no	
For official use only			I have already checked all original identificat	ion documents
DateTransaction no	Che	cker	Signature	Officer

บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด Thailand Securities Depository Co., Ltd. |

เลขที่ 93 ถนนรัชดาภิเษก แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400

93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400 Thailand



SET Contact Center

www.set.or.th/contactcenter 🔲 🖓 +662 009 9999 กด 01



- 1. Application for amending securities holder records signed by securities holder.
- 2. If requesting a change name/ surname, please attach the original share certificate and a copy of the certificate showing a change of name or surname or marriage or divorce certificate as the case may be.
- Identification documents, according to the type of person. In case of other individuals, please contact SET Contact Center as shown at the bottom of the form.

Type of person	Documents to support request to change name/ surname	Documents for other types of requests	
Individual person	1. By Self-contact (Shareholder contact us personally)	- A copy of the person's Thai national	
- Thai Nationality	- The original of Thai National Identification Cards (Thai ID Cards) of Shareholder.	I.D. card, certified true with an original	
	2. By Person authorized	signature.	
	- The original of Thai ID Cards of Shareholder, as well as their certified true copies of Thai ID		
	Cards.		
	* If the original of Thai ID Cards of Shareholder cannot be shown,		
	- The original of the document issued by the sub-district or district office, identifying to use those		
	certified true copies instead of the original Thai ID Cards. This document must be certified		
	within the past 90 days.		
	3. By Registered mail		
	- Certified true copies of Thai ID Cards of Shareholder.		
Individual person	1. By Self-contact (Shareholder contact us personally)	- A copy of the signatory's alien identity	
- Other Nationalities	- The original of the signatory's alien identity card or passport of Shareholder.	card or passport, certified true with	
	2. By Person authorized	an original signature.	
	- The original and a copy of the signatory's alien identity card or passport of Shareholder, as		
	well as their certified true copies of the signatory's alien identity card or passport.		
	* If the original passport cannot be shown or the documents are being submitted by registered mail,		
	- The copy of the passport has to been certified by a notary public, and both the copy and		
	notary public stamp certified by the Thai embassy or consulate.		
	♦ Certified within the past 6 months before being submitted to TSD.		
	* If the original signatory's alien identity card cannot be shown or the documents are being		
	submitted by registered mail,		
	- Certificate of civil registration (within the past 90 days)		
Juristic person	1. A copy of the juristic person certificate issued by the Ministry of Commerce within the past 6 months, with the original signatures		
- Thai Nationality	of directors authorized to represent the company or their representatives, following the company's conditions.		
	2. A copy of the national I.D. card/alien identity card/passport of directors who are authorized to repre-	esent the company, certified true	
	with original signatures.		
Juristic person	1. A copy of the company's registration certificate issued by the regulating government agency.		
	2. A copy of the juristic person's affidavit of incorporation showing directors authorized to bind the cor	npany and conditions relating thereto,	
- Other Nationalities	showing the company's headquarters location and authority of the signatory. This affidavit must be	issued by an authorized official of the	
	juristic person or the government agency having jurisdiction over the juristic person.		
	3. A copy of the passport or other official identity document of each authorized director signing this do	ocument, certified true with an original	
	signature.		
	All documents for "Other Nationalities" above, must have been :		
	(1) The notary public or any competent authority in the country where such documents were prepared	d or certified correct, shall certify	
	the signature of the person who prepared such documents, or who certified the accuracy of such	-	
	(2) An official of the Thai Embassy or Thai Consulate in the country where such documents were pre		
	shall certify the signature and the seal of the notary public or any other authority which performed	-	
	(3) Certified within the past 6 months before being submitted to TSD.	、 <i>*</i>	
	(4) Translated into English if necessary.		

บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด Thailand Securities Depository Co., Ltd.

93 Ratchadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400 Thailand



Change Shareholder Profile _1/2021_EN : 20210104

Securities Transfer to/ from Issuer Account with Participant

TSD-403	TS	D	-4	0	3
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Securities transfer to/from issuer account with participant



www.set.or.th/contactcenter

For official use only
Date
Transaction no
Chasker

I/We _____would like to transfer securities of mutual fund or company______ Checker_ for a total of shares/units amount in letters shares/units. The securities are being transferred Ο From issuer account to broker/custodian account O From broker/custodian account to issuer account Information on securities holder: · Broker or custodian name National I.D. card/Passport/Company Registration No. Nationality_____ Mobile Phone_____E-mail_____ Mailing address Postal code Customer account name Individual Person 1. Born in the U.S./U.S.Citizen Yes No 2. U.S. dual nationality Yes No 3. Permanent Resident in U.S. • Customer account no. Juristic Person Yes No 1. U.S. entity, registered or has been incorporated in the U.S. (If "yes", Please complete form W-9) 2. Financial institution under the definition of FATCA (Please specify () PFFI, () RDCFFI) Signature Securities Holder 3. a Passive NFFE (If "yes", Please complete form W8-BEN-E) Phone no. Passive NFFE is an entity who either, has earned passive income equal to or more than 50% of total gross income, or held asset that generate passive income equal to or more than 50% of total asset, in the preceding fiscal calendar year In addition, I/We acknowledge that TSD may appear in this document disclosure to the organization having agreement with TSD and/or Government agencies that have the legal power to request such information. Please submitted the documents at broker / custodian I/ We agree to notify and provide relevant documents to TSD within 30 days after any change in circumstances that causes the information provided in this form to be incorrect, or after the date that TSD has requested for additional document/ information/ consent. Signature Securities holder Please submitted the documents at broker / custodian From broker or custodian to TSD participant no. have verified all documents and evidence submitted for the issuer's securities transfer and certify that the aforementioned statements are l/We complete and true. Should TSD incur any direct or indirect damage, obligation or expense due to complying with my request as given above. I/We shall be fully responsible and shall unconditionally compensate TSD in full.

Please turn page over for list of required documents \clubsuit

Signature Authorized person

บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด Thailand Securities Depository Co., Ltd. | 📑 💏 SET Contact Center www.set.or.th/contac เลขที่ 93 ถนนรัชดาภิเษก แขวงดินแดง 93 Ratchadaphisek Road, Dindaeng, เขตดินแดง กรุงเทพฯ 10400 Dindaeng, Bangkok 10400 Thailand



Documents to be submitted for securities transfer to/from the issuer account

1. Application for securities transfer to/from the issuer account signed by securities holder.

2. Identification documents of the securities holder, according to the type of person. In case of other individuals, please contact SET Contact Center as shown at the bottom of the form.

Type of person	Submitted documents for securities transfer to / from the issuer account
Individual Person	- A copy of the person's Thai national I.D. Card, certified true with an original signature.
- Thai Nationality	
Individual Person	- A copy of the signatory's alien identity card or passport, certified true with an original signature.
- Other Nationalities	
Juristic Person	1. A copy of the juristic person certificate issued by the Ministry of Commerce within the past 6 months, with the original signatures of directors authorized to represent the company or their
- Thai Nationality	representatives, following the company's conditions.
	2. A copy of the national I.D. card/alien identity card/passport of directors who are authorized to represent the company, certified true with original signatures.
Juristic Person	1. A copy of the company's registration certificate issued by the regulating government agency.
- Other Nationalities	2. A copy of the juristic person's affidavit of incorporation showing directors authorized to bind the company and conditions relating thereto, showing the company's headquarters location and authority
	of the signatory. This affidavit must be issued by an authorized official of the juristic person or the government agency having jurisdiction over the juristic person.
	3. A copy of the passport or other official identity document of each authorized director signing this document, certified true with an original signature.
	All documents for "Other Nationalities" above, must have been :
	(1) The notary public or any competent authority in the country where such documents were prepared or certified correct, shall certify the signature of the person who prepared such documents, or who
	certified the accuracy of such documents.
	(2) An official of the Thai Embassy or Thai Consulate in the country where such documents were prepared or certified correct, shall certify the signature and the seal of the notary public or any other
	authority which performed the act under (1).
	(3) Certified within the past 6 months before being submitted to TSD.
	(4) Translated into English if necessary.

Transfer for Issuer A/C _1_1/2021_EN : 20210104



Form for Confirmation of the Offered Securities Cost

Form for Confirmation of the Offered Securities Cost

(For Foreign Juristic Person not carrying business in Thailand)

Date.....

To: Central Retail Corporation Public Company Limited (the "CRC") and Kiatnakin Phatra Securities Public Company Limited (the "General Offer Agent")

With reference to the General Offer to purchase ordinary shares of Robinson Public Company Limited ("ROBINS") by CRC,

I/We.....Nationality.....

Tax ID. (if any) accept to sell ordinary shares of ROBINS.

I/We hereby declare the cost of offered shares as the evidence for the withholding tax purpose as follow:

Share Certified No. / Transfer Slip No. (Transfer Date)	Registered Shareholder Name	Number of Shares	Cost (THB/share)
	Total		

I/We hereby attached page(s) as supporting evidence of costs of shares / warrants for withholding tax calculation.

I/We hereby certify that the aforementioned statement is true.

Signed.....Offeree

(.....)

Power of Attorney for General Offer Acceptance

POWER OF ATTORNEY FOR GENERAL OFFER ACCEPTANCE

OF ROBINSON PUBLIC COMPANY LIMITED ("ROBINS")

	Made at	
	Date	
By this Power of Attorney, I / We	Age	
Nationality Contact Ad	dress (that can be reached via mail)	
	Contact Telephone	
Hereby authorize (Mr. / Miss / Mrs.)	Age	
Nationality Contact Ad	dress (that can be reached via mail)	
□ House Registration Address same as above House Registration Address	☐ House Registration Address different from above (Please specify)	
-		
	Contact receptoile	

to act as my/our attorney to

□ Sell, transfer and submit the shares of ROBINS through the General Offer Agent

□ Collect the proceeds from the sale of shares of ROBINS as payment due to acceptance of general offer

Through Kiatnakin Phatra Securities Public Company Limited, and to be authorized to do and to execute all such other matters in connection with the aforesaid mentioned on my/our behalf until its completion.

All acts taken by my/our attorney-in-fact under this Power of Attorney shall be deemed to be taken by myself / ourselves in every respect.

Attorney-in () 		Grantor)
<u>Witness</u> ()		-
		-
••••••••••••••••••••••••••••••••••••••		,

Notes:

- 1. A power of attorney executed with 10-THB stamp duty affixed in case of authorizing to perform the submission of General Offer Acceptance Form for of the Ordinary Shares only, or 30-THB stamp duty affixed in case of authorizing to perform both the submission of General Offer Acceptance Form of the Ordinary Shares and receiving a cheque for the payment of ordinary shares
- 2. 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 Company Registration and Company Certification (Thai Juristic Person) or
 - c) Certified true copies of passport or alien certificate (Foreign Individual)
- 3. 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 Company Registration and Company Certification (Thai Juristic Person) or
 - c) Certified true copies of passport or alien certificate (Foreign Individual)
- 4. In case that the grantor and/ or attorney-in-fact is foreign juristic person the true copies of corporate affidavit, certificate of Incorporation, passport or alien certificate must be certified by the notary public officer and 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 Offer Period.

Form for Stamp Duty Affix

Form for Stamp Duty Affix