

THAKRAL CORPORATION LTD

(Incorporated in the Republic of Singapore)
(Company Registration No. 199306606E)

REVISED PROXY FORM ANNUAL GENERAL MEETING

IMPORTANT:

1. Please use this Proxy Form in place of the earlier proxy form issued on 15 April 2020.
2. The Annual General Meeting (the "**Meeting**") of the Company is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
3. **Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the Meeting in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the Meeting if such member wishes to exercise his/her/its voting rights at the Meeting.**
4. An investor who holds shares under the Central Provident Fund Investment Scheme ("**CPF Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investor**") (as may be applicable) and wishes to appoint the Chairman of the Meeting as proxy should inform their respective CPF Agent Banks and/or SRS Operators to submit their votes at least 7 working days before the Meeting. This Proxy Form is not valid for use by CPF and SRS Investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

NOTE:

This form of proxy has been made available on SGXNet and the Company's website and may be accessed at the URL www.thakralcorp.com/investor-relations/general-meetings. A printed copy of this form of proxy will NOT be despatched to members.

I/We, _____ (Name), _____ (NRIC/Passport/Co. Reg. No.)

of _____ (Address)

being a member/members of Thakral Corporation Ltd (the "**Company**"), hereby appoint the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting (the "**Meeting**") of the Company to be convened and held by way of electronic means on Friday, 12 June 2020 at 10.30 a.m. and at any adjournment thereof.

I/We direct the Chairman of the Meeting to vote for, against or to abstain from voting the Resolutions to be proposed at the Meeting as indicated hereunder.

Voting will be conducted by poll. If you wish the Chairman of the Meeting as your proxy to cast all your votes "For", "Against" or to "Abstain" from voting, please indicate with a tick (✓) within the box provided. Alternatively, please indicate the number of votes that the Chairman of the Meeting as your proxy is directed to votes "For", "Against" or to "Abstain" from voting. If you mark the abstain box for a particular resolution, you are directing the Chairman of the Meeting as your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll. If no specific direction as to voting is given or in the event of any matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting as your proxy will vote or abstain from voting at his discretion.

No.	Resolutions relating to:	For	Against	Abstain
1.	Directors' Statement and Audited Financial Statements for the year ended 31 December 2019			
2.	Re-election of Mr. Dileep Nair as a Director			
3.	Re-election of Mr. Bikramjit Singh Thakral as a Director			
4.	Approval of Directors' fees amounting to S\$670,250 for the year ending 31 December 2020, to be paid quarterly in arrears			
5.	Re-appointment of Deloitte & Touche LLP as Auditors			
6.	Authority to allot and issue shares			
7.	Renewal of Shareholders' Mandate for Interested Person Transactions			

Dated this _____ day of _____ 2020

Total number of shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature(s) of Member(s)
or, Common Seal of Corporate Member

IMPORTANT: PLEASE READ NOTES OVERLEAF.

Notes:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act (Chapter 289) of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing the Chairman of the Meeting as proxy shall be deemed to relate to all the Shares held by you.
2. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the Meeting in person. A member of the Company (other than a Relevant Intermediary*) entitled to attend and vote at the Meeting must appoint the Chairman of the Meeting to act as proxy and direct the vote at the Meeting. The Chairman of the Meeting, as proxy, need not be a member of the Company. If no specific direction as to voting is given or in the event of any matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.
3. The instrument appointing the Chairman of the Meeting can be submitted to the Company in hard copy form or by email:
 - (i) if in hard copy and sent personally or by post, the proxy form must be lodged at the Company's registered office at **20 Upper Circular Road, #03-06 The Riverwalk, Singapore 058416**; or
 - (ii) if by email, the proxy form must be received by the Company at proxyform@thakralcorp.com.sg, in either case, not less than 72 hours before the time appointed for the Meeting.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

4. Whether the instrument appointing the Chairman of the Meeting as proxy is sent personally or by post, it must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

Where the instrument appointing the Chairman of the Meeting as proxy is submitted by email, it must be authorised in the following manner: (a) by way of the affixation of signature by the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation; or (b) by way of the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument by email.

Where an instrument appointing the Chairman of the Meeting as proxy is signed or, as the case may be, authorised on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument appointing the Chairman of the Meeting as proxy, failing which the instrument may be treated as invalid.

5. A CPF Investor and/or SRS Investor who wishes to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes at least 7 working days before the Meeting.

* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36) of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

General:

The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument (including any related attachment) appointing the Chairman of the Meeting as proxy. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the Meeting as proxy to vote at Meeting and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy appointed for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

Fold Here

Affix
Stamp
Here

PROXY FORM

The Company Secretary
THAKRAL CORPORATION LTD
20 Upper Circular Road
#03-06 The Riverwalk
Singapore 058416

Fold Here

THAKRAL CORPORATION LTD

(Incorporated in the Republic of Singapore)
(Company Registration No. 199306606E)

REVISED PROXY FORM EXTRAORDINARY GENERAL MEETING

IMPORTANT:

1. Please use this Proxy Form in place of the earlier proxy form issued on 15 April 2020.
2. The Extraordinary General Meeting (the "EGM") of the Company is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
3. **Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the EGM in person. A member (whether individual or corporate) who wishes to exercise his/her/its voting rights at the EGM must appoint the Chairman of the EGM as his/her/its proxy to vote on his/her/its behalf at the EGM.**
4. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) and wishes to appoint the Chairman of the EGM as proxy should inform their respective CPF Agent Banks and/or SRS Operators to submit their votes at least 7 working days before the EGM. This Proxy Form is not valid for use by CPF and SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

NOTE:

This form of proxy has been made available on SGXNet and the Company's website and may be accessed at the URL www.thakralcorp.com/investor-relations/general-meetings. A printed copy of this form of proxy will NOT be despatched to members.

I/We, _____ (name), _____ (NRIC/Passport/Co. Reg. No.)

of _____ (address)

being a member/members of **THAKRAL CORPORATION LTD** (the "**Company**"), hereby appoint the Chairman of the EGM of the Company as my/our proxy to vote for me/us on my/our behalf at the EGM to be convened and held by way of electronic means on Friday, 12 June 2020 at 11.30 a.m. (or such time immediately following the conclusion or adjournment of the annual general meeting of the Company to be convened and held by way of electronic means at 10.30 a.m. on the same day).

I/We direct the Chairman of the EGM to vote for, against or to abstain from voting on the resolution proposed at the EGM as indicated hereunder.

Voting will be conducted by poll. If you wish the Chairman of the EGM as your proxy to cast all your votes "For", "Against" or to "Abstain" from voting on the Ordinary Resolution as indicated hereunder, please indicate so with an "X" within the box provided. Alternatively, please indicate the number of votes that the Chairman of the EGM as your proxy is directed to vote "For", "Against" or to "Abstain" from voting. If you mark the abstain box for the Ordinary Resolution as indicated hereunder, you are directing the Chairman of the EGM as your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll. If no specific direction as to voting is given or in the event of any matter arising at the EGM and at any adjournment thereof, the Chairman of the EGM will vote or abstain from voting at his discretion.

Ordinary Resolution	For	Against	Abstain
The Proposed Adoption of the Share Buyback Mandate			

Dated this _____ day of _____ 2020.

Total Number of Shares held in:	
CDP Register	
Register of Members	

Signature(s) of Member(s)/Common Seal of Corporate Member

IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS PROXY FORM

Notes:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act, Cap. 289 of Singapore), you should insert that number. If you have shares registered in your name in the Register of Members of the Company, you should insert that number. If you have shares entered against your name in the Depository Register and registered in your name in the Register of Members of the Company, you should insert the aggregate number of shares. If no number is inserted, this form appointing the Chairman of the EGM as your proxy shall be deemed to relate to all the shares held by you.
2. Due to the current COVID-19 restriction orders in Singapore, a member will not be able to attend the EGM in person. A member of the Company (other than a Relevant Intermediary*) entitled to vote at the EGM must appoint the Chairman of the EGM to act as proxy and direct the vote at the EGM. The Chairman of the EGM, as proxy, need not be a member of the Company. If no specific direction as to voting is given or in the event of any matter arising at the EGM and at any adjournment thereof, the Chairman of the EGM will vote or abstain from voting at his discretion.
3. The instrument appointing the Chairman of the EGM can be submitted to the Company in hard copy form or by email:
 - (i) if in hard copy and sent personally or by post, the proxy form must be lodged at the Company's registered office at **20 Upper Circular Road, #03-06 The Riverwalk, Singapore 058416**; or
 - (ii) if by email, the proxy form must be received by the Company at proxyform@thakralcorp.com.sg.in either case, not less than 72 hours before the time appointed for the EGM.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.
4. Whether the instrument appointing the Chairman of the EGM as proxy is sent personally or by post, it must be under the hand of the appointor or of his attorney duly authorised in writing and where such instrument is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

Where the instrument appointing the Chairman of the EGM as proxy is submitted by email, it must be authorised in the following manner: (a) by way of the affixation of signature by the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation; or (b) by way of the appointor or his duly authorised attorney or, as the case may be, an officer or duly authorised attorney of a corporation signing the instrument under hand and submitting a scanned copy of the signed instrument by email.

Where an instrument appointing the Chairman of the EGM as proxy is signed or, as the case may be, authorised on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the instrument appointing the Chairman of the EGM as proxy, failing which the instrument may be treated as invalid.
5. The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy, if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument (including any related attachment) appointing the Chairman of the EGM as proxy. In addition, in the case of shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the EGM as proxy if a shareholder of the Company, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.
6. A CPF Investor and/or SRS Investor who wishes to appoint the Chairman of the EGM as proxy should approach their respective CPF Agent Banks and/or SRS Operators to submit their votes at least 7 working days before the EGM.

*A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36) of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

Personal Data Privacy:

By submitting an instrument appointing the Chairman of the EGM as proxy to vote at EGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the EGM as proxy appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

Fold Here

Affix
Stamp
Here

EGM PROXY FORM

The Company Secretary
THAKRAL CORPORATION LTD

20 Upper Circular Road
#03-06 The Riverwalk
Singapore 058416

Fold Here