

# THAKRAL CORPORATION LTD

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

## PROXY FORM

### IMPORTANT

- Pursuant to Section 181(1C) of the Companies Act 1967 of Singapore (the "Act"), a Relevant Intermediary (as defined in the Act) may appoint more than two (2) proxies to attend, speak and vote at the Annual General Meeting (the "AGM").
- 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) may attend and cast his vote(s) at the AGM in person. CPF and SRS Investors who are unable to attend the AGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the AGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.
- CPF or SRS investors who wish to vote should approach their respective Agent Banks or SRS Operators to submit their votes by 5 p.m. on 17 April 2023.
- 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.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM.**

I/We \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport/Co. Reg. No.)

of \_\_\_\_\_ (Address)

being a member/members of Thakral Corporation Ltd (the "Company") hereby appoint:

Name	NRIC/Passport No.	Address	Proportion of Shareholdings	
			No. of Shares	%
and/or				

or failing him/her, \*the **Chairman of the AGM** as my/our proxy/proxies to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 11 a.m. on 27 April 2023 at Merchant Court Ballroom, Lobby Level, Paradox Singapore Merchant Court at Clarke Quay, 20 Merchant Road, Singapore 058281 and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Resolutions proposed at the AGM as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion. The authority herein includes the right to demand or to join in demanding a poll and to vote on a poll.

**VOTING WILL BE CONDUCTED BY POLL. IF YOU WISH TO EXERCISE ALL YOUR VOTES "FOR", "AGAINST" OR "ABSTAIN" THE ORDINARY RESOLUTIONS AS INDICATED HEREUNDER, PLEASE INDICATE SO WITH A "✓" WITHIN THE BOX PROVIDED.**

No.	Ordinary Resolutions	For <sup>#</sup>	Against <sup>#</sup>	Abstain <sup>#</sup>
1.	Directors' Statement and Audited Financial Statements for the year ended 31 December 2022			
2.	Re-election of Mr. Dileep Nair as a Director pursuant to Regulation 107(2) of the Constitution of the Company			
3.	Re-election of Mr. Bikramjit Singh Thakral as a Director pursuant to Regulation 107(2) of the Constitution of the Company			
4.	Approval of Directors' fees amounting to S\$718,500 for the year ending 31 December 2023, 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			
8.	Renewal of the Share Buyback Mandate			

\* Delete as appropriate

# If you wish to exercise your votes both "For" and "Against" as well as to "Abstain" from the resolution, please indicate the number of shares in the box provided. In the absence of specific directions, the proxy/proxies may vote or abstain from voting at his/her discretion.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

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

\_\_\_\_\_  
Signature(s) of Member(s)/Common Seal

**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 (maintained by The Central Depository (Pte) Limited), you should insert that number of shares. If you only have shares registered in your name in the Register of Members (maintained by or on behalf of the Company), 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. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.
2. A member who wishes to exercise his/her/its voting rights at the AGM may (i) (where such members are individuals) vote at the AGM, or (where such members are individuals or corporates) appoint a proxy(ies) (other than the Chairman of the Meeting) to attend and vote at the AGM on their behalf; or (ii) (where such members are individuals or corporates) appoint the Chairman of the AGM as their proxy to vote on his/her/its behalf at the AGM.

This proxy form may be accessed via the Company's website at the URL <http://www.thakralcorp.com/investor-relations/general-meetings> and will also be made available on SGXNet.

Where a member (whether individual or corporate) appoints an individual or the Chairman of the AGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstention from voting, in respect of a resolution in the form of proxy, failing which the appointment of the proxy for that resolution will vote or abstain from voting at his/her discretion.

CPF Investors and SRS Investors:

- (a) may attend and vote at the AGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - (b) may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM (i.e. by **5.00 p.m. on 17 April 2023**) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the cut-off date.
3. (i) A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument; and (ii) a member who is a relevant intermediary is entitled to appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument. "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.
  4. A proxy need not be a member of the Company. The Chairman of the AGM, as proxy, need not be a member of the Company.
  5. The instrument appointing proxy(ies) must be submitted to the Company in the following manner:
    - (a) if submitted by post, be lodged with the registered office of the Company at 20 Upper Circular Road, #03-06 The Riverwalk, Singapore 058416; or
    - (b) if submitted electronically, be submitted via email to the Company at [proxyform@thakralcorp.com.sg](mailto:proxyform@thakralcorp.com.sg),  
in each case, by **11 a.m. on 24 April 2023 (not less than 72 hours before the time appointed for the AGM)**.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above. **Members are strongly encouraged to submit completed proxy forms electronically.**

6. The instrument appointing the proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the proxy 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 an instrument appointing the proxy is signed 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), if the instrument appointing the proxy is submitted electronically via email, be emailed with the instrument of proxy, failing which the instrument may be treated as invalid.
7. The Company shall be entitled to reject an instrument appointing the proxy which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument of proxy (including any related attachment). In addition, in the case shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the AGM (i.e. 11 a.m. on 24 April 2023), as certified by The Central Depository (Pte) Limited to the Company.

**Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 12 April 2023.

Fold Here

Affix  
Stamp  
Here

**AGM PROXY FORM**

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

Fold Here