



THAKRAL CORPORATION LTD

(Incorporated in the Republic of Singapore on 7 October 1993)
(Company Registration No. 199306606E)

ANNOUNCEMENT

LIVE WEBCAST OF ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING TO BE HELD ON 12 JUNE 2020

1. INTRODUCTION

The board of directors (the “**Board**”) of Thakral Corporation Ltd (the “**Company**”) refers to the following:

- (a) the Notice of Annual General Meeting dated 15 April 2020 (the “**AGM Notice**”) (together with the relevant proxy form (the “**AGM Proxy Form**”)) to convene the Company’s Twenty-Seventh Annual General Meeting to be held on 12 June 2020 at 10.30 a.m. (the “**AGM**”);
- (b) the Notice of Extraordinary General Meeting dated 15 April 2020 (the “**EGM Notice**”) (together with the relevant proxy form (the “**EGM Proxy Form**” and collectively with the AGM Proxy Form, the “**Proxy Forms**”)) to convene an Extraordinary General Meeting in relation to the proposed adoption of the share buyback mandate to be held on 12 June 2020 at 11.30 a.m. or immediately following the conclusion or adjournment of the AGM (the “**EGM**”), as well as the circular dated 15 April 2020 in relation to the proposed adoption of the share buyback mandate (the “**Circular**”);
- (c) the COVID-19 (Temporary Measures) Act 2020 passed by Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
- (d) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which was gazetted on 13 April 2020 which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (e) the joint statement issued by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation on the same day providing additional guidance on the conduct of general meetings of listed and non-listed entities during elevated safe distancing period (the “**Guidance**”).

A copy of the AGM Notice, the EGM Notice and the Circular have been uploaded on SGXNet and are also available on the Company's website at www.thakralcorp.com/investor-relations/general-meetings. An internet browser and PDF reader are required to view these documents on SGXNet and the Company's website.

2. NO ATTENDANCE AT THE AGM AND THE EGM

With reference to the Order and the Guidance, and to safeguard the health and well-being of the shareholders of the Company ("**Shareholders**") during the COVID-19 pandemic, the Board wishes to inform all Shareholders that the Company has decided to arrange for the **AGM and the EGM to be conducted via Live Webcast** (the "**AGM and EGM Webcast**") in place of the physical meetings originally scheduled.

Therefore, on 12 June 2020, the AGM will commence at 10.30 a.m. and the EGM will commence at 11.30 a.m. (or such time immediately following the conclusion or adjournment of the AGM).

The AGM and EGM Webcast shall take place at the registered office of the Company situated at 20 Upper Circular Road, #03-06 The Riverwalk, Singapore 058416 instead of the venue provided in the AGM Notice and the EGM Notice. Therefore, the details relating to the convening of the AGM or the EGM (as the case may be) as set out in the AGM Notice, the EGM Notice and the Circular should be construed accordingly.

THE COMPANY WILL NOT ACCEPT ANY PHYSICAL ATTENDANCE BY SHAREHOLDERS. ANY SHAREHOLDER SEEKING TO ATTEND THE AGM AND THE EGM PHYSICALLY IN PERSON SHALL BE TURNED AWAY.

3. ALTERNATIVE ARRANGEMENTS FOR THE AGM AND THE EGM

The following are the alternative arrangements which have been put in place for the AGM and the EGM:

3.1. LIVE WEBCAST

The AGM and the EGM proceedings will be conducted by way of electronic means via Live Webcast. Shareholders may watch the AGM and the EGM proceedings through the AGM and EGM Webcast via their mobile phones, tablets or computers. To do so, Shareholders must follow these steps:

- Shareholders will need to register at the URL <https://www.meetings.vision/thakral-agm-registration> (the "**AGM and EGM Webcast Registration and Q&A Link**") by **11.30 a.m. on 9 June 2020** (the "**Registration Deadline**") to enable the Company to verify their status.
- Following the verification, authenticated Shareholders will receive an email by 11 June 2020 containing a unique link, which they can click on to

access the AGM and EGM Webcast of the AGM and the EGM proceedings. Shareholders must not forward the unique link to other persons who are not Shareholders and who are not entitled to attend the AGM and the EGM proceedings.

- Shareholders who register by the Registration Deadline but do not receive an email response by 11 June 2020, 12.00 p.m. may contact the Company's Share Registrar, RHT Corporate Advisory Pte. Ltd., for assistance at (65) 6812 1611.
- Non-Central Provident Fund ("**CPF**") and non-Supplementary Retirement Scheme ("**SRS**") investors whose shares are registered under depository agents ("**DAs**") must approach their respective DAs to indicate their interest to watch the AGM and EGM Webcast.

3.2. SUBMISSION OF PROXY FORMS FOR VOTING

3.2.1 Proxy Voting

Shareholders will not be able to vote online on the resolutions to be tabled for approval at the AGM and the EGM. Instead, if Shareholders (whether individual or corporate) wish to exercise their votes, they must submit a proxy form to appoint the Chairman of the AGM/EGM to vote on their behalf:

- Shareholders (whether individual or corporate) appointing the Chairman of the AGM/EGM as proxy must give specific instructions as to his manner of voting, or abstentions from voting, in the proxy form, failing which, the Chairman of the AGM/EGM as proxy will vote or abstain from voting at his discretion.
- The completed proxy form 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, by no later than the Registration Deadline, being 72 hours before the time fixed for the AGM and 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.

Investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act, Chapter 50 of Singapore), including CPF and SRS investors, who wish to vote **should not** make use of the proxy form and should instead approach their respective relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF agent banks and SRS operators) to specify their voting instructions at least 7 working days before the AGM and EGM.

3.2.2. Proxy Forms

In accordance with the checklist annexed to the Guidance, Proxy Forms delivered by Shareholders before the date of this announcement will continue to be valid, and Proxy Forms appointing such person other than the Chairman of the AGM/EGM shall be deemed to appoint the Chairman of the AGM/EGM as proxy. Therefore, Shareholders who had submitted their Proxy Form before the date of this announcement are not required to re-submit their Proxy Form. However, they may choose to withdraw their Proxy Forms by notifying the Company via electronic mail to proxyform@thakralcorp.com.sg and submit the Revised Proxy Forms (as defined below). The votes of Shareholders who have previously submitted their Proxy Forms before the date of this announcement will be counted if such Proxy Forms are not withdrawn.

Shareholders who did not specify their votes in the submitted Proxy Forms are advised to re-submit their Proxy Form to appoint the Chairman of the AGM/EGM as proxy and specify their votes for the respective resolutions. If no specific direction as to voting is given or in the event of any matter arising at the AGM and EGM and at any adjournment thereof, the Chairman of the AGM/EGM will vote or abstain from voting at his discretion.

Any re-submitted Proxy Forms shall supersede any Proxy Forms submitted earlier. Any incomplete or unsigned proxy forms will be treated as voided.

3.2.3 Amended Proxy Forms

Due to the alternative arrangements to be made for the AGM and the EGM, Shareholders who have yet to submit their proxy forms and Shareholders who are required to re-submit their proxy forms under Section 3.2.2 above are to disregard the Proxy Forms issued on 15 April 2020 in their entirety and use the updated proxy forms which are uploaded together with this announcement (the “**Revised Proxy Forms**”).

The Revised Proxy Forms can also be downloaded from:

- (i) the Company’s website at www.thakralcorp.com/investor-relations/general-meetings; and
- (ii) <https://www.meetings.vision/thakral-agm-registration>.

In line with the provisions under the Order, no printed copies of the Revised Proxy Forms will be despatched to Shareholders.

3.3. SUBMISSION OF QUESTIONS IN ADVANCE

Please note that Shareholders will not be able to ask questions “live” during the AGM and EGM Webcast. Therefore, it is important for Shareholders to pre-register their participation in order to be able to submit their questions in advance.

Shareholders may submit questions related to the resolutions to be tabled for approval at the AGM and the EGM via the AGM and EGM Webcast Registration and Q&A Link. All questions must be submitted by the Registration Deadline.

The Company will endeavour to address the substantive and relevant questions relating to the resolutions to be tabled for approval at the AGM and the EGM prior to the AGM and EGM Webcast, where practicable, as well as during the AGM and EGM Webcast. Where practicable, the responses to such questions from Shareholders shall also be posted on SGXNet and the Company’s website, before the AGM and the EGM.

The Company will, within one month after the date of the AGM and the EGM, publish the minutes of the AGM and the EGM on SGXNet and the Company’s website, and the minutes will include the responses to the questions referred to above.

4. FURTHER INFORMATION

Subject to any revision of the Guidance, government or any regulatory bodies imposing any new restrictions, the AGM and EGM Webcast will be conducted on 12 June 2020 with the above stated instructions. Shareholders are advised to regularly check the Company’s announcements on SGXNet or the Company’s website at www.thakralcorp.com for any changes or updates on the AGM and the EGM.

On behalf of the Board

Natarajan Subramaniam
Independent Non-Executive Chairman and Lead Independent Director

Singapore, 22 May 2020