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### Miscellaneous

\* Asterisks denote mandatory information

Name of Announcer *	THAKRAL CORPORATION LTD
Company Registration No.	199306606E
Announcement submitted on behalf of	THAKRAL CORPORATION LTD
Announcement is submitted with respect to *	THAKRAL CORPORATION LTD
Announcement is submitted by *	Tan Ping Ping
Designation *	Company Secretary
Date & Time of Broadcast	07-Oct-2008 07:09:22
Announcement No.	00002


### >> Announcement Details

The details of the announcement start here ...

Announcement Title \*

Description

#### Attachments

 [ThakralCorp\\_Ltr\\_to\\_Shldrs\\_20081007.pdf](#)

Total size = **229K**  
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## LETTER TO SHAREHOLDERS

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### THAKRAL CORPORATION LTD

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

Board of Directors:

Kartar Singh Thakral (Chairman and Executive Director)  
Natarajan Subramaniam (Vice Chairman and  
Independent Non-Executive Director)  
Jasvinder Singh Thakral (Executive Director)  
Lee Ying Cheun (Independent Non-Executive Director)  
Heng Chiang Meng (Independent Non-Executive Director)  
Inderbethal Singh Thakral (Non-Executive Director)  
Teo Tong Kooi (Non-Executive Director)  
Ting Sii Tien @ Yao Sik Tien (Non-Executive Director)  
Jaginder Singh Pasricha (Non-Executive Director)  
Hoh Weng Ming (Alternate to Teo Tong Kooi)

Registered Office:

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

7 October 2008

**To: The Shareholders of Thakral Corporation Ltd**

Dear Sir/Madam

**EXTRAORDINARY GENERAL MEETING OF THAKRAL CORPORATION LTD**

Further to the letter to shareholders dated 23 September 2008, we enclose the following documents received by the Company for your attention:-

1. a letter dated 3 October 2008 from Venture Delta Limited and Grace Star Services Ltd; and
2. a letter dated 3 October 2008 from Mr Kartar Singh Thakral.

The above letters are circulated at the request of Venture Delta Limited, Grace Star Services Ltd and Mr Kartar Singh Thakral respectively. **The Board of Directors of the Company expresses no views in respect thereof and does not take any responsibilities for their contents.**

Copies of the abovementioned letters are available for inspection at the registered office of the Company at 20 Upper Circular Road, #03-06 The Riverwalk, Singapore 058416, during normal business hours from the date of this letter up to and including the date of the Extraordinary General Meeting of the Company to be held on 15 October 2008.

Yours faithfully

For and on behalf of the Board of Directors  
of Thakral Corporation Ltd

Tan Ping Ping  
Company Secretary

3 October 2008

The Board of Directors  
Thakral Corporation Ltd  
20 Upper Circular Road  
#03-06 The Riverwalk  
Singapore 058416

BY HAND

c/o the Company Secretary

Dear Sirs,

**THAKRAL CORPORATION LTD (“TCL”)  
EXTRAORDINARY GENERAL MEETING SCHEDULED FOR 15 OCTOBER 2008 (“EGM”)**

We refer to our requisition notice dated 2 September 2008 and the letter to shareholders dated 23 September 2008 which was dispatched to the shareholders of TCL.

We set out a short summary of our reasons for requisitioning for the EGM as follows:

**Removal of Kartar Singh Thakral**

The Nomination Committee is required to make recommendations to the Board for the continuation (or not) in services of any Director who has reached the age of seventy (70) years. Section 153 of the Companies Act (Cap 50) sets out the retirement age of directors of public companies as seventy (70) and provides for the annual re-election of any director of a public company of or over the age of seventy (70).

Mr Kartar Singh Thakral’s age is disclosed as seventy-four (74) in TCL’s 2007 Annual Report and we have concerns over his ongoing ability to continue with his role as both an Executive Director and Chairman of the Board of TCL. We have observed his infirmity and understand that the Vice-Chairman has been chairing most board meetings. Mr Kartar Singh Thakral’s participation and contribution at the Board level and to TCL as a whole have therefore diminished. In view of the many challenges facing TCL currently with a potential change in its business strategy, we believe this is an appropriate time for him to be replaced and thereafter, for a new Chairman to be appointed.

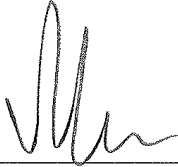
**Composition of the Board**

As stated in the Company’s Corporate Governance Report, the Board is required to review the size of the Board “taking into consideration appropriate shareholder representation”. Venture Delta Limited and Grace Star Services Ltd, both indirect subsidiaries of Hong Leong Asia Limited (“HLA”), through China Yuchai International Limited, hold an aggregate of 898,990,352 ordinary shares representing approximately 34.42% of TCL’s share capital. Before the 2008 annual general meeting (“AGM”), there were three (3) directors nominated by HLA, three (3) Thakral group nominee directors and one (1) Babcock group nominee director. Mr Wong Hong Ren was not re-elected at the AGM including votes against his re-election by, amongst others, the Thakral group and the Babcock group. After the AGM, the Board comprises two (2) directors nominated by HLA, three (3) Thakral group nominee directors and one (1) Babcock group nominee director. This is despite the fact that the Thakral group has a shareholding in TCL of approximately 12.71% and the Babcock group has a shareholding in TCL of approximately 8.93%, as compared to HLA shareholdings in TCL of approximately 34.42%. As the single largest shareholder, we have been and are requesting for the replacement of Mr Wong Hong Ren since the current composition of the TCL Board does not represent accurately the shareholding

structure of TCL. HLA has invested substantially in TCL and it is not unreasonable for it to seek a replacement of Board representation to protect its investment.

We believe that the above information is necessary to enable shareholders to make an informed decision prior to casting their votes on both resolutions and trust that the Board will take the appropriate steps to circulate this letter to all shareholders immediately, well before the EGM.

Yours faithfully,



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Ting Sii Tien@Yao Sik Tien  
Director  
For and on behalf of  
**Venture Delta Limited**



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Ting Sii Tien@Yao Sik Tien  
Director  
For and on behalf of  
**Grace Star Services Ltd**



**KARTAR SINGH THAKRAL**

20 Upper Circular Road  
#03-06 The Riverwalk  
Singapore 058416  
Tel: 6337 4292 (30 Lines)  
Fax: (65) 6538 5000 / 6535 4929

3 October 2008

Dear Shareholders,

It saddens me that I have to write this letter to you at all in opposition to a resolution to remove me as a director.

I believe that my age, which brings with it experience of many boom and bust cycles, is in fact an advantage so that I can provide a guiding hand. I am well aware that one has to adapt to change in order to move with changing business environment. I have led the change in my businesses across the world in good times and bad. I am now working hard to bring about change in Thakral Corporation Ltd. (TCL) that I sincerely believe will enhance its value. It is my desire to continue to extend the benefit of my experience to the Board of TCL and to see TCL repositioned as quickly as possible.

The role of a chairman does not begin and end with chairing board meetings. I have delegated that task to my vice chairman who has the communication skills and experience to carry out those tasks very effectively. The role of chairman also and more importantly entails being available at any time to deal with day to day problems before they become difficulties; to provide guidance and direction to senior management; to arbitrate differences between senior management before they become major disputes and to generally counsel and assist management when needed.

I believe that the consumer electronics business of TCL, can be restored to profitability. However I also believe that the return on capital of the Company from the distribution business alone is not sufficient and may not be justifiable. As Thakral Corporation is strongly positioned with a reasonably strong balance sheet, having over S\$100 million in cash/near cash and NAV of 8.43 cents as of 30<sup>th</sup> June 2008, it can capitalise on the new opportunities which may lie ahead.

I have urged the Board and have been actively involved in the move to turn the core business of the Company to Pan Asian property. The decision of the majority of the Board to pursue that direction was announced to shareholders on 20<sup>th</sup> May 2008.

You, the shareholders re-elected me as director at the annual general meeting of the Company on 24<sup>th</sup> April 2008. Nothing has changed in relation to my ability to contribute to the Company since then. It is also note worthy that my salary was reviewed and approved unanimously by the compensation committee and the Board, including members representing Venture Delta Limited in the last review on 15<sup>th</sup> January 2008.

I would like to continue as a director and chairman of the Company. I need your confidence and support and I urge you to support me at the coming EGM.

I know that I have the energy, drive and will to work with the Board to achieve the desired outcome for all shareholders.

Yours sincerely,

Kartar Singh Thakral  
Chairman  
Thakral Corporation Limited