STRAITS TIMES CO-OP

2023 ANNUAL REPORT

84th ANNUAL GENERAL MEETING
VENUE: SHERATON TOWERS
DATE: 4 JUNE 2024
TIME: 7:00 PM

CERTIFIED TRUE COPY

Serial No.81 C. No.32.

STRAITS SETTLEMENTS

Certificate of Registration

of the

Straits Times Press

Co-operative Thrift & Loan Society Ltd.

Singapore

Under Section 9 of Ordinance No.204 (Co-operative Societies), I, Leonard David Gammans, Registrar of Co-operative Societies Straits Settlements, hereby certify that

The Straits Times Co-operative Thrift Loan Society is this day registered under Or ance No.204 (Co-operative Societies) and tha this society is registered with liability.

The by-laws of the said society are a this day registered.

Given under my hand this twenty first of February, one thousand nine hundred and thirty four.

L.D.Gammans

Seal

Registrar, Co-operative Socie
Straits Settlements.

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CORPORATE INFORMATION

COMMITTEE OF MANAGEMENT (COM)

Chairman	: Ang Hoe Kiat	(Fastco Asia)
Vice-Chairman	: See Hwee Peng Stanley	(SPHTech Group)
Secretary	: Lei Ivy	(SPHTech Group)
Assistant Secretary	: Tang Kah Yim Connie	(SPHTech Group)
Treasurer	: Phua Yin Sin	(Straits Times Co-operative Limited)
Committee Member	: Chan Yim Han Emily	(Marketing & Media Solutions)
	: Han Poh Tin	(Marketing & Media Solutions)
	: Latiff Bin Mohideen Ghani	(Production)
	: Ramoo Tharmaretnam	(Human Resources)

INVESTMENT COMMITTEE (IC)

Chairman	: Ang Hoe Kiat
Members	: See Hwee Peng Stanley
	: Lei Ivy
Investment Officer	: Phua Yin Sin

AUDIT COMMITTEE (AC)

Chairman	: Han Poh Tin
Members	: Ramoo Tharmaretnam
	: Chan Yim Han Emily

EXTERNAL AUDITOR

CLA Global TS Public Accounting Corporation
80 Robinson Road, #25-00
Singapore 189702

REGISTERED OFFICE

1000 Toa Payoh North
News Centre
Singapore 318994

AGENDA

NOTICE IS HEREBY GIVEN that the 84th Annual General Meeting of Straits Times Co-operative Limited, will be held at Sheraton Towers Singapore, 39 Scotts Road Singapore 228230 on Tuesday, 4 June 2024 at 7.00pm for the following purposes: -

1	To consider and confirm the Minutes of the 83rd AGM held on 31 July 2023.	**Resolution 1**
2	To receive and adopt the Committee of Management (COM) Report and audited Statement of Accounts for the period 1 January to 31 December 2023.	**Resolution 2**
3	To approve the proposed appropriation for the year ended 31 December 2023 as follows:	**Resolution 3**

		S$
a)	Central Co-operative Fund – 5% (2022: 5%)	25,000
b)	Central Co-operative Fund – 20% (2022: 20%)	72,971
c)	Honorarium to COM	17,200
d)	Common Good Fund	50,000
e)	3.85% Dividend on Subscription at 31.12.2023 (2022: 1.57%)	605,312
f)	To Accumulated Fund	94,374
	Gross Profit for the year	864,857

4	To approve the estimated expenditure for 2024.	**Resolution 4**
5	To authorised the COM to appoint a professional audit firm, where necessary, to be External Auditor of the Co-operative for 2024/2025.	**Resolution 5**
6	To approve the proposed amendments to the by-laws of the Co-operative.	**Resolution 6**
7	To approve the budget of not more than S$2.5million for the purchase of an office space up till FY2026 as an investment property or office space for the Co-operative.	**Resolution 7**
8	To approve the proposed amendments to the asset allocation for Restricted Investment from FY2024 to FY2026.	**Resolution 8**
9	To transact any other business in respect of which notice has been received by the Secretary three working days before the Meeting.	**Resolution 9**

For and on behalf of the COM

Lei Ivy
Secretary

EXPLANATORY NOTES:

RESOLUTION 1 The draft Minutes of the 83rd AGM held on 31 July 2023 for confirmation as appended in page 6 to 20.

RESOLUTION 2 The COM Report and audited Statement of Accounts for the period 1 January to 31 December 2023 as appended in page 21 to 52.

RESOLUTION 3 The proposed appropriation for the year ended 31 December 2023 as appended in page 53.

RESOLUTION 4 The proposed estimated expenditure for 2024 as appended in page 54.

RESOLUTION 5 The proposed re-appointment of CLA Global TS Public Accounting Corporation as the external auditors of the Co-operative for the financial year ending 31 December 2024 and that the COM be authorise to fix their remuneration is put up for consideration by members.

RESOLUTION 6 The proposed amendments to the by-laws of the Co-operative as appended in page 58 to 101 is put up for consideration by members.

RESOLUTION 7 To approve the proposed budget to spend not more than S$2.5million to purchase an office space up till FY2026 as an investment property or office space for the Co-operative.

RESOLUTION 8 To approve the proposed amendments to the asset allocation for Restricted Investment from FY2024 to FY2026 as appended in page 23 point 9.4.

RESOLUTION 9 To transact any other business in respect of which notice has been received by the Secretary three working days before the Meeting.

IMPORTANT NOTES

(1) Please see our Annual Report at 2023 Annual Report.

(2) This AGM is a closed event and strictly for members only.

(3) **Dividends will be credited into members' bank accounts within one (1) week after the AGM.**

(4) Sit-down Dinner for Chinese, Muslim (1 table) and Vegetarian (1 table) will be provided for members attending the AGM.

(5) Kindly RSVP if you wish to attend the AGM to allow us to cater for the sit-down dinner based on your dietary requirements and avoid food wastage.

(6) You may also raise your questions to the COM via the "Registration to Attend AGM and Questions Web Form".

(7) Please RSVP to attend AGM via the "Registration to Attend AGM and Questions Web Form". The link shall close at 5pm on Friday, 31 May 2024 or earlier if the venue's capacity has been reached.

Registration to Attend AGM and Questions Web Form

MINUTES OF THE 83RD ANNUAL GENERAL MEETING

Minutes of the 83rd Annual General Meeting held on 31 July 2023 held at 1000 Toa Payoh North Singapore 318994 News Centre Auditorium on 31 July 2023 at 7p.m.

PRESENT: 44 members (attendance list)

There being a quorum, the meeting commenced at 7.05p.m.

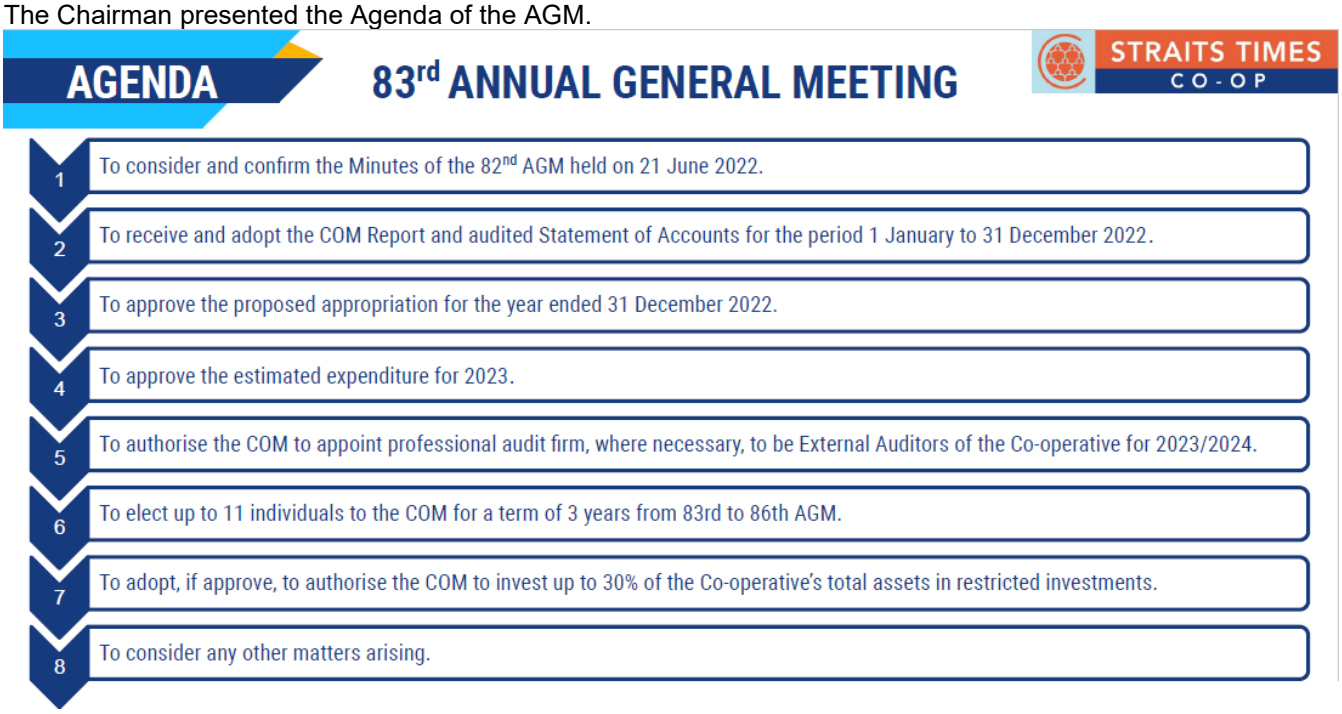
1. Opening Address by Chairman, Mr See Hwee Peng Stanley

1.1. The Chairman opened the session by welcoming and thanking members for taking time to attend the 83rd Annual General Meeting ("AGM") of the Straits Times Co-operative ("ST Coop"), the first physical AGM post Covid.

1.2. The Chairman also apologised for the inconvenience caused to members for postponing the AGM originally scheduled to be held virtually on 27 June. He promised to elaborate on why the postponement was necessary.

1.3. The Coop Secretary had informed the Chairman that we had sufficient quorum to conduct the business of this AGM.

1.4. The Chairman presented the Agenda of the AGM.



1.5. The Chairman introduced the Committee of Management ("COM") and staff of ST Coop, all of whom were present at the AGM except Yong Chwee Choo who had ceased her membership upon retirement in early July 2023.

1.6. The Chairman reported that 2022 had again been a challenging year.

1.7. The Chairman invited Coop Treasurer Ms Phua Yin Sin to further elaborate on the 2022 Results, Membership and Investment Overview.

2. 2022 Results

2.1. Treasurer Ms Phua Yin Sin opened by saying that 2022 has been a challenging year due to a series of severe and mutually reinforcing shocks with the Covid19 pandemic, the Ukraine war which resulted in food and energy crisis, surging inflations, debt tightening, as well as climate emergency which had battered the world's economy.

2.2. Despite the challenges, our performance in 2022 was better than in 2021.

2.3. The Treasurer proceeded to share the key highlights of the ST Coop results, with reference to the 2022 Annual Report pages 24 to 47.

2022 RESULTS **OVERVIEW** STRAITS TIMES CO-OP

Comprehensive Income (all in S$)	As at 31 Dec 2022	As at 31 Dec 2021
Total Income	1,489,736	1,439,471
Total Expenditure	(1,115,116)	(1,191,317)
Surplus before Contribution	374,620	248,154
Contribution to Central Co-operative Fund	(10,120)	12,592
Net Surplus after Contribution	364,500	260,746
Dividend 1.57% (2021 : 2.5%)	(337,651)	(505,785)

Balance Sheet (all in S$)	As at 31 Dec 2022	As at 31 Dec 2021
Total Assets	58,982,748	64,671,778
Total Liabilities	(49,911,267)	(52,204,394)
Net Assets / Total Funds	9,071,481	12,467,384

Capital Adequacy Ratio (CAR) – 10%	▲ 1.6%	15.9%	14.3%
Minimum Liquid Assets (MLA) Ratio – 15%	▲ 3.8%	65.6%	61.8%

2.4. On Comprehensive Income

- Total Income increased by $50K, mainly contributed in the 4th quarter of 2022 as interest rates increased to curb surging inflations.
- Total Expenditure reduced by $76K as a result of a reduction in Interest payable on specific deposits due to reduction of members funds.
- Overall, our net surplus after contribution has increased by $104k as compared to 2021.

2.5. On Balance Sheet

- Total Assets reduced by $5.7M, contributed by a reduction in investment at fair value of almost $4.2M and $1.5M reduction in cash and cash equivalent.
- Total Liabilities reduced by almost $2.3M as members' total savings reduced during the year due to termination of memberships or retirement or resignation of members.

2.6. On Capital Adequacy Ratio (CAR) and Minimum Liquid Assets Ratio (MLA)

- In 2022, our Capital Adequacy Ratio or CAR was 15.9%, a 1.6% increase as compared to 2021.
- And our Minimum Liquid Assets Ratio or MLA was 65.6%, a 3.8% increase as compared to 2021.
- Both our CAR and MLA are well above the Registry of Co-operative Societies requirement of 10% and 15% respectively.

2.6. Overall, the performance for 2022 had been better when compared to 2021.

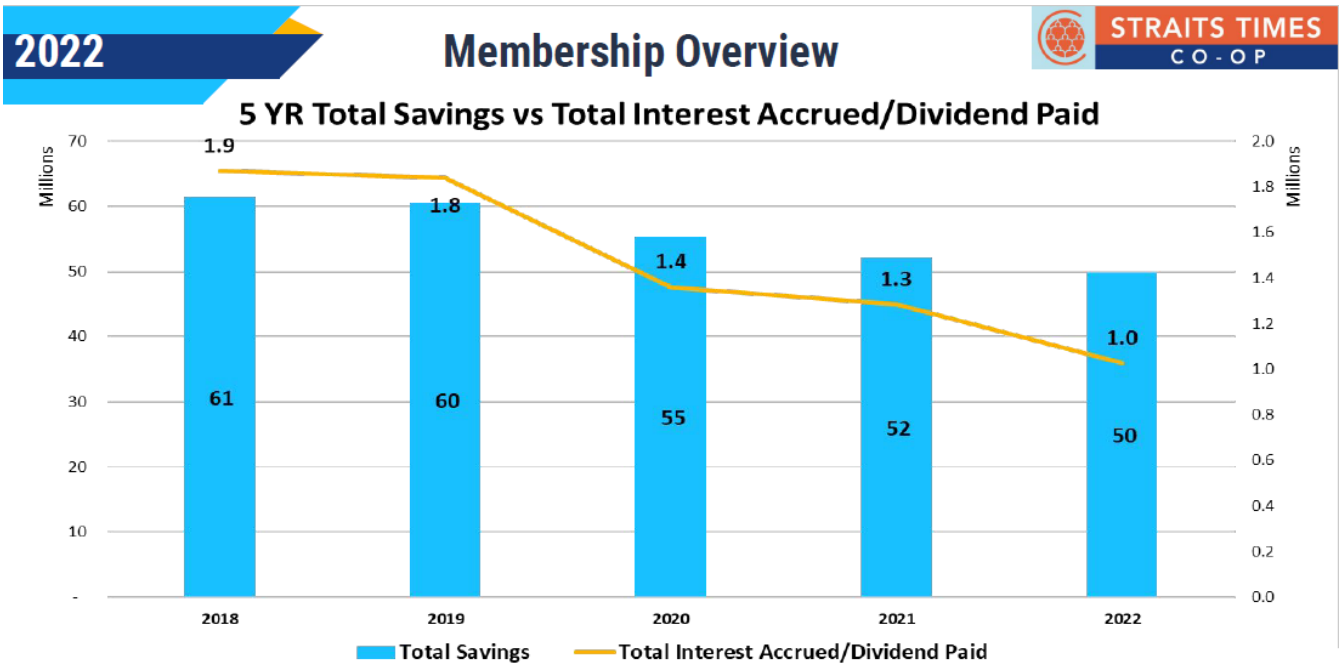
3. Membership Matters

3.1. The Treasurer presented the Membership Overview as of December 2022.

As at December 2022, our membership stood at 858 with $49.8M in total savings.

- All members of ST Coop are SPH Media's staff, and over 29% of SPH Media's staff are members of the Co-operative.
- The median membership length is 15 years and the monthly median deduction is $500 and our member's median savings is $32.3k.
- The longest membership with the Co-operative is 41 years.
- 52% of our members are females.
- The median age of our members is 50 years old.
- Close to 11% of our members are making a monthly deduction of $750 which is the max monthly deduction allowed.
- 23% of our members are aged greater than 56 years old and their savings represent 23% of the total savings of ST Coop.
- 5% of our members have total savings of more than $200K and the youngest in this group is aged 44 years old.
- With 1.3% of our members aged less than 30 years old, we hope our existing members will try to attract more young individuals to join our Co-operative as after 10 to 15 years of savings most of our members can build up a nest for their retirement needs.

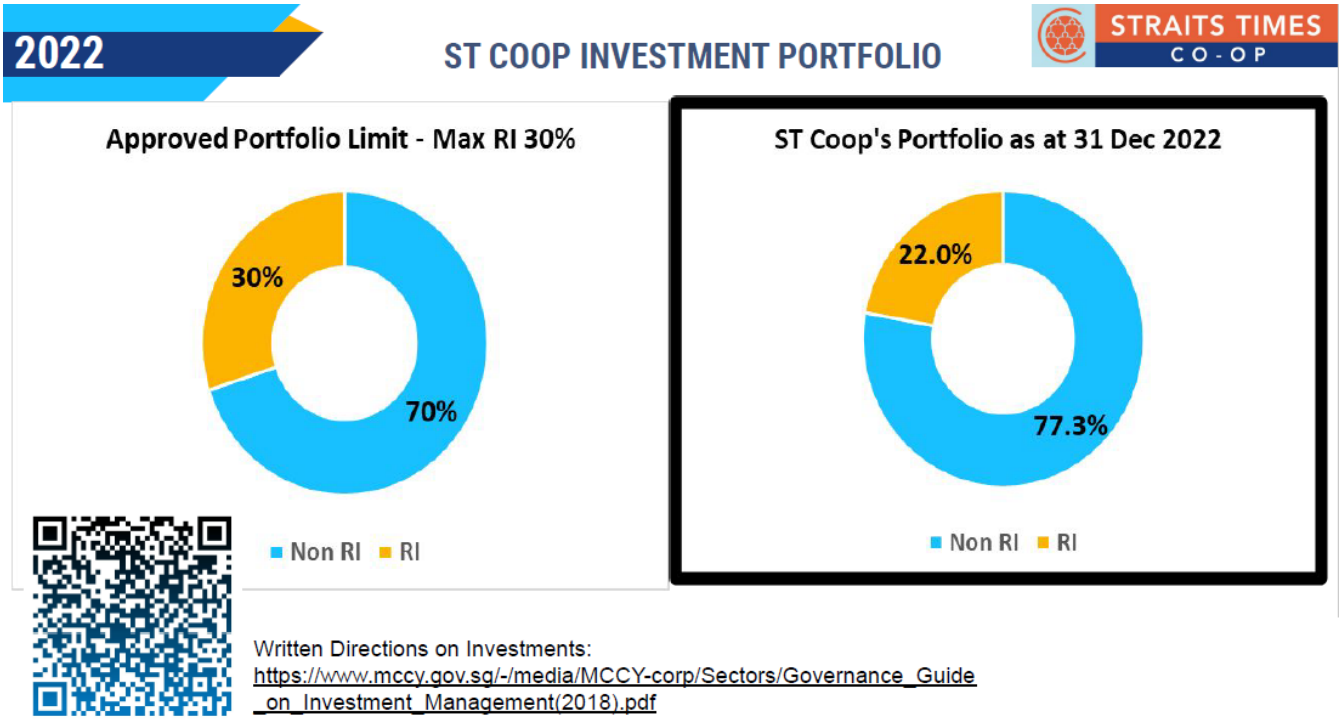
3.2. The Treasurer went on to present Members' Total Savings vs Total Interest Accrued/Dividend Paid.



- Our Members' Total Savings in 2022, amounted to about $50M with about $1M in total interest accrued and dividend to be paid out.
- Members' Total savings had reduced by $2M in 2022 due to a reduction in total membership.
- The membership as at 31 December 2022 was 858, and in 2021 it was 984.
- During the year under review, 16 new members were admitted, while 142 accounts were closed upon cessation of employment/membership and retirement. Therefore, there was a reduction of 126 membership accounts during the year.

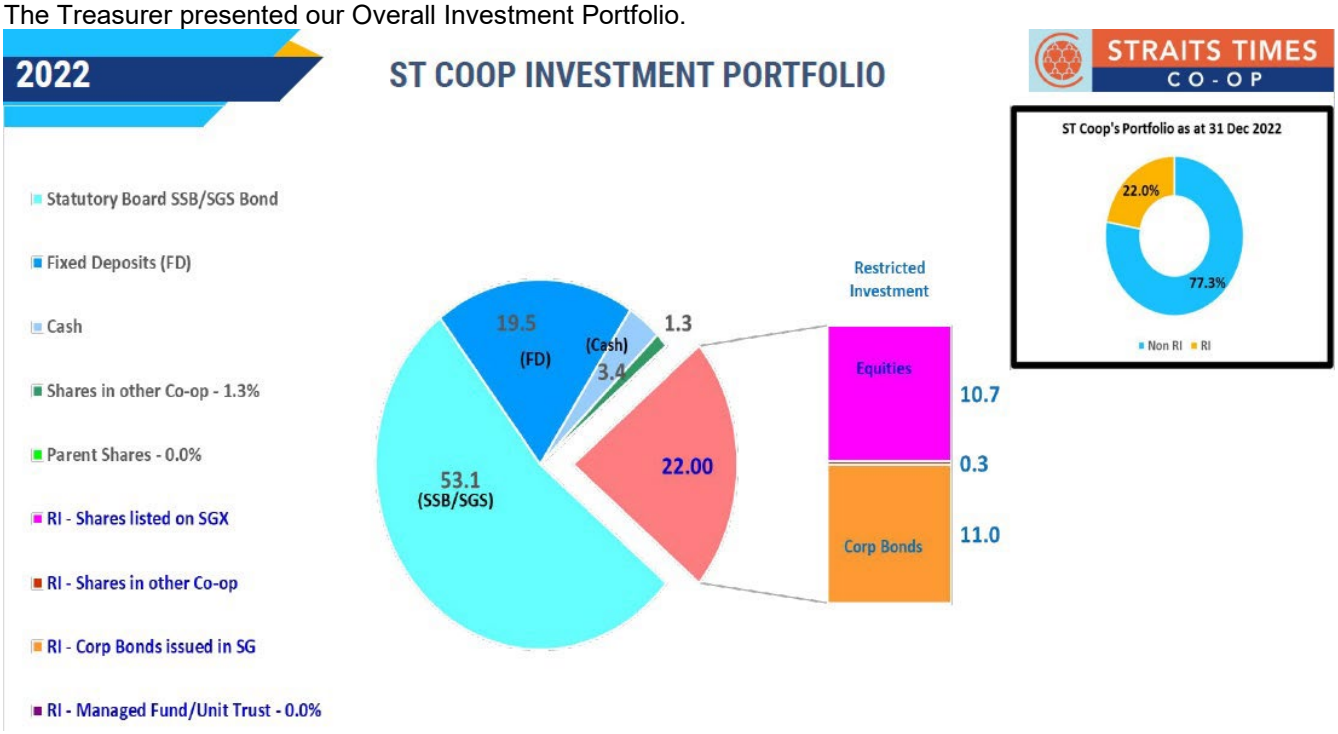
4. Investment Matters

4.1. The Treasurer elaborated on Investment.



- ST Coop's Investment Mandates are governed via the Written Directions on Investments dated 18 Nov 2013 issued by the Registry of Co-operative Societies.
- The Treasurer welcomed members to scan the QR Code for more information on the Written Directions on Investments issued by RCS.
- The Written Directions on Investments had provided that the default Restricted Investment limit be set at 10%.
- Our Co-operative, having met the additional conditions imposed under the Written Directions, has applied to the Registrar and a higher RI of 30% was approved for the period from FY2020 to FY2023.
- This shall allow ST Coop to invest up to 30% of our investments in higher risk Singapore dollar denominated products such as equities, corporate bonds and mutual funds.
- And the remaining 70% of our investments in low risk Singapore dollar denominated products such as Fixed Deposits, Singapore Government Securities, Statutory Board Bonds such as HDB and LTA as these bonds have an AAA credit rating from international credit rating agencies.
- The AAA credit rating makes the Singapore Government Securities some of the safest possible investments to hold and ensure our members who have entrusted their hard-earned savings and interest to the co-operative that their monies are properly safeguarded.

4.2. The Treasurer presented our Overall Investment Portfolio.



- The Treasurer was happy to share that in FY 2022, for the proper safeguards of members' deposits, 77.3% of our investment holdings are held in Non-Restricted Investments.
- As seen in this chart, almost 53% are invested in the Singapore Government Securities and/or Statutory Board Bonds.
- The remaining bulk or at least 22.9% are placed in cash or cash equivalent such as fixed deposit or cash.

4.3. The Treasurer elaborated on Non Restricted Investment (Non-RI) performance.

2022 RESULTS NON RESTRICTED INVESTMENT PERFORMANCE

STRAITS TIMES CO-OP

Non Restricted Investments (Non-RI) (all in S$)	2022		2021	
	Investment Amt	Income	Investment Amt	Income
Parent Shares – SPH LImited	-	(66,088)	1,165,000	30,000
Statutory Board/ SGS Bond	31,311,965	687,287	32,241,000	804,610
Shares in other Co-op (invested after 30 Jun 2010)	750,000	55,543	750,000	60,543
Fixed Deposits	11,528,840	171,323	10,874,568	45,276
Cash & Cash Equivalent	1,990,059	1,293	4,155,388	238
Total	45,600,864	849,358	49,185,956	940,667
Returns on Non-RI (Income/Investment Amt)	**1.9%**		**1.9%**	

- As at December 2022, 77.3% of our investment portfolio are in Non-RI which provided us with 1.9% return in 2022, which was similar for 2021.
- Majority of these Non-RI products are Statutory Board Bonds or Singapore Govt Security, and Fixed Deposits which provided us with fixed interest income averaging 1.9% for 2022.

4.4. The Treasurer proceeded to report on Restricted Investment performance.

2022 RESULTS RESTRICTED INVESTMENT PERFORMANCE

STRAITS TIMES CO-OP

Restricted Investments (RI) (all in S$)	2022		2021	
	Investment Amt	Income	Investment Amt	Income
Shares listed on SGX *	6,338,993	712,309	6,464,885	327,878
Managed Fund/Unit Thrust	-	-	-	3,391
Corporate Bonds	6,486,045	261,409	8,534,755	222,078
Shares in other Co-op (invested after 30 Jun 2010)	151,080	-	151,080	-
Total	12,976,118	973,718	15,150,720	553,347
Returns on RI (Income/Investment Amt)	**7.5%**		**3.7%**	
Total Assets	58,982,748		64,671,778	
Restricted Investments (RI) approved	30%		30%	
Approved RI @ 30% of Total Assets	17,694,824		19,401,533	
Total Restricted Investments (RI) invested	12,976,118		15,150,720	
RI as a % of Total Assets	**22.0%**		**23.4%**	

* Income from equities includes gain/(loss) transferred to accumulated surplus upon disposal of equity investment in financial assets, at FVOCI.

- As at December 2022, 22% of our investment portfolio are in Restricted Investment which is a 1.4% decrease as compared to 2021.
- Overall, the Restricted Investment portfolio has provided us with a 7.5% return in 2022.
- It is mainly contributed by gains from sale of shares listed on SGX in February 2022.

2022 RESULTS RESTRICTED INVESTMENT PERFORMANCE

STRAITS TIMES CO-OP

Asset Allocation for RI	Planned Allocation FY 2020 to FY 2023	Actual as at 31 Dec 2022	Actual as at 31 Dec 2021
Shares listed on SGX	Up to Max 40%	**36%**	33%
Corporate Bonds issued in Singapore	Up to Max 50%	**37%**	44%
Managed Funds / Unit Trusts	Up to Max 10%	**-**	-
Shares in other Co-op (invested after 30 June 2010)	Remainder	**1%**	1%
Total*	100%	**74%**	78%
Generate annual returns of at least 3% and invest a further S$4mil in FY 2022 to stay within the 30% (RI ratio) limit. All investments transactions will be approved by the Investment Committee.		Annual return of 7.5% and a decrease of S$2.1mil investments in RI during FY2022. The targeted annual return of 3% was met.	Annual return of 3.7% and an increase of S$2.3mil investments in RI during FY2021. The targeted annual return of 3% was met.

*The total 100% of planned allocation is based on 30% of Total Investment.

- The investible funds in Restricted Investment must be based on the asset allocation as approved by members at Annual General Meeting held on 20 July 2020 which serve as the primary investment guidelines for FY2020 to FY2023 and has been strictly adhered to.
- As at 31 December 2022, only 74% of the allowed investible fund has been invested into Restricted Investment products and the Investment Committee had adhered strictly to the planned assets allocation as approved by members.
- In 2022, the Restricted Investment had generated an annual return of 7.5% with a decrease of $2.1M investments in Restricted Investment during FY2022.
- The targeted annual return of 3% was met.

4.5. The Treasurer wrapped up with a presentation on Total Investment Performance.

2022 RESULTS TOTAL INVESTMENT PERFORMANCE

STRAITS TIMES CO-OP

Income from Investments (all in S$)	Income as at 31 Dec 2022	Income as at 31 Dec 2021
Restricted Investment (RI)*	973,718	553,347
Non Restricted Investment (Non-RI)	849,358	940,667
Total Income from Investment (A)	**1,823,076**	**1,494,014**
Investments Amount (all in S$)	**Fair Value as at 31 Dec 2022**	**Fair Value as at 31 Dec 2021**
Restricted Investment (RI)	12,976,118	15,150,720
Non Restricted Investment (Non-RI)	45,600,864	49,185,956
Total Investments Amount (B)	**58,576,982**	**64,336,676**
Total Assets (C)	**58,982,748**	**64,671,778**
Returns on Total Investments (A/B)	3.1%	2.3%
Total Assets in Investments (B/C)	99.3%	99.5%

* Income from equities includes gain/(loss) transferred to accumulated surplus upon disposal of equity investment in financial assets, at FVOCI.

- In the proposed 3-year investment plan for FY2020 to FY2023, the Investment Committee hopes to generate annual returns of at least 3% from investments.
- Overall, in FY2022, 99.3% of our assets were placed in investments and they have generated a 3.1% return, which is 0.8% higher than in 2021.
- It was a challenging year in 2022.
- And we may face greater hurdles and challenges in 2023 as we battle the sticky inflation, which may dim economic growth for 2023.

5. Registrars' Advice on ST Coop's Proposed Dividend Quantum

The Chairman walked us through the events of this unprecedented episode with the Registrar.

5.1. Sequence of events

- On 29 May – ST Coop submitted our FY2022 Annual Report to the Registrar which included our planned 2.5% dividend.
- On 15 June – we replied via Email to the Registrar's query on our planned 2.5% dividend.
- On 20 June – we virtually met the Deputy Registrar to discuss our planned 2.5% dividend.
- On 22 June – the Registrar informed us that under section 72(1) of the Co-operative Societies Act (CSA), the distribution of dividends to members and honorarium to the COM may only be distributed from the Net Surplus (after contribution to the Central Co-operative Fund (CCF)).
- On 22 June – The Registrar explained that with the adoption of FRS109 (effective beginning on or after 1 Jan 2018) which ST Coop has elected to recognise changes in fair value of equities investment held not for trading as part of our Other Comprehensive Income (OCI), the Net Surplus of ST Coop would not have taken into consideration any gain/loss from sale of equities under OCI. There is also no option for a co-op to revise the Net Surplus by adding back any gains or deducting any loss that are accounted for under OCI.
- Hence, on 22 June, the Registrar strongly advised the ST Coop not to distribute the realised gains of $341,619 from equities with reference to Section 72(1) of the Co-operative Societies Act (CSA).
- On 23 June – we virtually met the Registrar for further discussion with our feedback.
- The following day, on 24 June, we engaged a lawyer, Mr Novin Chan from OC Queen Street LLC to propose our understanding.
- On 29 June – we made a submission to the Registrar on why our "net surplus" should include the realised gains from equities, as prepared by our engaged Lawyer.
- On 7 July – the Registrar replied and has maintained the same advice as of 22 June; i.e. ST Coop needs to comply with Section 72(1) of the CSA.
- On 11 July – the Registrar further updated that "The Registry has noted the general feedback from co-operative societies regarding restrictions on the use of our accumulated surpluses; and she intends to explore the feasibility of allowing distributions of the accumulated surpluses in the upcoming round of amendments to the Co-operative Societies Act, which may be subjected to certain safeguards being fulfilled."

5.2. The Chairman hopes these events have helped to clarify to members why the AGM was postponed and why a recalculation of dividends was warranted. He wrapped up by adding that the process for an Act to be amended and adopted is arduous and may take time.

6. Questions Raised via AGM Pre-Registration Web Forms

Members were invited to submit questions that they have on any resolution via the AGM Pre-registration website between 1 June and 28 July 2023.

The Vice-Chairman Mr Ang Hoe Kiat was invited to address these questions.

6.1. Question 1

"Can committee consider increasing subscription rate from $750 to more... thank you." by Abdul Azis Ahmad – Production on 12 June 2023

Question 10

"Please increase subscription saving rate. currently only $745." by Abdul Azis Ahmad – Production on 11 July 2023

Answer
To give a better perspective, our subscription amount at $750 is the highest – almost 10 to 15 times – more than other Credit Co-operatives in Singapore.
In other words, if a member saves $750/month for 10 years, he would have saved $90K with ST Coop.
This makes our subscription savings very high and this has resulted in an off-balance of the Co-operative's Thrift and Loan business model. Right now, we have too much thrift and too little loan.
We had in the past increased the monthly subscription to $1K but have found it to be unsustainable.
Hence, at the moment, the COM will not consider increasing

6.2. Question 2

"Why have the annual dividend and interest remain at 2.5% despite the rising interest rate environment? What is the basis for the payout quantum in percentage term? Does the Co-op deliberately set a lower payout percentage than what is generated from the returns to smoothen the payout in subsequent years when the investing environment is less benign?" by Dennis Chan Wee Chuan – EMTM on 16 June 2023

Answer
Other than looking at our Investment Performance, the COM also looked at the average MAS T-bill (both 6 mths and 1 yr) and average 12-month Fixed Deposit rate offered by Finance Companies.
We should all be reminded that we are currently paying dividends based on FY2022 results (not FY2023).
For the year 2022, the treasury bill average issuance was at 2.379% pa which was the average of:
From Jan to Jun 2022 of 15 issuances, the average cut off yield was 1.262%pa.
From July to Dec 2022 of 15 issuances, the average cut off yield was 3.495%pa.
It was only from Jan to Jun 2023 of 15 issuances was the average cut off yield at 3.859%pa. This will only be looked at for FY2023 and will also need to take into consideration the T-bills cut off yield results for the 2nd Half of 2023.

In 2022, the above 3% rate for T-bills only began from the 15 Sep 2022 issuance of issue code BS22118H hence it was only during the 4QFY2022 did interest rates rise as Central Banks across the world had to increase rates to curb inflation.
Our intended overall dividends rate is still higher than the average 12-month Fixed Deposit rate offered by Finance Companies for FY2022, considering we wanted to give 2.5%.
While it is not wrong for Dennis to think that we can use our generated returns in good year to smoothen payout in years when returns are not so good, it is to our interest that ST Coop returns as much as we could to our members.

6.3. Question 3

"Given the resumption of normal activities since the Government declared the Covid pandemic to be over, why has the Co-op continued to opt for virtual meeting? Aren't you taking precautions too far? One possible reason this AGM has trouble meeting the quorum is that there is no reward for members to attend the AGM, unlike in the past when a dinner will also be served. Will you please resume the AGM-cum-dinner in 2024? A face-to-face meeting gives members a chance to mingle with one another, which will also promote corporate harmony since we all work for the same company. Surely, the social aspect of the AGM is also important for members, rather than just focus solely on official business to tick all the boxes?" by Dennis Chan Wee Chuan – EMTM on 16 June 2023

Answer
The planned AGM 2023 that was supposed to be held on 27 Jun 2023 via electronic means, and this was decided by members during the AGM in 2022 and not decided by the COM.

If you recall, a survey had been conducted at AGM 2022 to assess Members' preference if AGM 2023 is to be held electronically or physically. This was minuted in point 13 at page 12 on the Annual Report 2022.

Of the 57 votes cast by Members - 41 voted for electronic, only 9 for physical meeting and 7 abstained.

Based on surveyed results, it was announced during AGM 2022 that AGM 2023 would be conducted electronically, if it was allowed by the Registry of Cooperative Societies; which they did.

However, due to unforeseen circumstances, AGM 2023 has to be re-scheduled to today, 31 July, and also because of the cessation of alternative arrangements for meetings from 1 July 2023, hence a physical meeting is required today.

Rest assured, if there is no adverse situation like Covid that is going to hinder us next year, we will be holding our AGM with a dinner like pre-Covid.

However, I would also want to set our expectations right. Looking at SGX listed Companies nowadays, their AGMs can be held virtually or physically. Moving forward, virtual or hybrid AGM may also be allowed. So there will be By-Laws changes in the coming year to allow physical, hybrid and/or electronic AGM. So ST Coop and COM may decide when it is suitable to have an electronic or physical or even a hybrid AGM in the years to come. Perhaps we can schedule a virtual meeting in alternate years. We shall decide on this later.

6.4. Question 4

"If the registrar of societies does not allow the realised gains from equites to be distributed or not accepting st coop's legal interpretation, what would st coop do with the gains since they are not permitted to be distributed as dividends?" by Tay Peck Gek – EMTM on 26 June 2023

Answer
The gains from sales of equities will form part of our reserves and will be recycled for investment purposes (e.g. investing into Singapore Government Securities, Statutory Board Bonds, Fixed Deposits, Corporate Bonds, Mutual Funds and Equities, etc.) which aims to generate future interest or dividend income for distribution to members.

Please note that dividends from equities are recognized in the Income section under the "Statement of Income and Expenditure" and can be distributed to members.

6.5. Question 5

"What about the past when there were capital gains from equities, were these distributed as dividends?" by Tay Peck Gek – EMTM on 26 June 2023

Answer
In the past, such capital gains were recorded in the Income section under the Statement of Income and Expenditure and would form part of Net Surplus. Hence it was distributed to members either as dividends or interest.

It was with the adoption of FRS109 (effective from FY2018 onwards), such realised capital gains or losses from disposal of equities instruments are now recognised in the Other Comprehensive Income (OCI) which are then transferred to the Accumulated Surplus.

Our opinion is realised gains from equities should form part of "net surplus" from which we can distribute as dividends, even if these realised gains are classified under the Other Comprehensive Income Statement which are then transferred to Accumulated Surplus due to the adoption of FRS 109.

But for now, per the Registrar's view, we may only distribute within what is stated as the "net surplus after the Central Co-operative Fund ("CCF") contribution". We cannot include the Accumulated Surplus to distribute the returns.

We will continue to work with the Registrar on this matter moving forward.

6.6. Question 6

"So would we be getting the amount of payout we should be getting regardless where the realised gains are recognised?
What is the impact on payout to members of below?" by Tay Peck Gek – EMTM on 27 June 2023

Question 14
"Why is our interest rate so low compared to market rate ? Banks are paying as high as 3%." by Lim Ling Sharon– EMTM on 13 July 2023

Answer
Firstly, please note that this issue affects only the Subscription Account and not the Specific Deposit portion of your account with us.

The 2.5% interest payout for members' Specific Deposit (for FY2022) was credited to members' Specific Deposit Account on 31 December 2022.

Although the COM intended to pay at 2.5% dividends for the Subscription Account, the Registrar's advice would mean we have to revise our payout for the Subscription Account.

And if you average out the interest and dividends received for the whole year, you are getting 2.035% returns for the year 2022.

We are currently paying dividends based on FY2022 results.

So if you are looking at the treasury bill, for the year 2022, the treasury bill average issuance was at 2.379% pa. This was a result of:
From Jan to Jun 2022 of 15 issuances, the average cut off yield was 1.262%pa.
From July to Dec 2022 of 15 issuances, the average cut off yield was 3.495%pa.
And from Jan to Jun 2023 of 15 issuances, the average cut off yield was 3.859%pa.

Separately, we would like to inform all that - the above 3% rate for T-bills only begin from the 15 September 2022 issuance of issue code BS22118H – ie, it was only during the last quarter of FY2022 did interest rates rise as Central Banks across the world had to increase interest rates to curb inflation.

Let us not forget that most of our investments are non-restricted and so we should also compare the Fixed Deposit rate for FY2022. You will notice that our overall dividends rate is still higher than the average Fixed Deposit rate for FY2022 which was at the average of 0.76% only.

6.7. Question 7

"But interest rates soared in the second half of 2022 to over 3% per annum, did st coop buy treasury bills?" by Tay Peck Gek – EMTM on 28 June 2023

Answer
Yes, we do buy Singapore Government Bonds including treasury bills.

Again, The above 3% rate for T-bills only begin from the 15 September 2022 issuance of issue code BS22118H – ie, it was only during the last quarter of FY2022 did interest rates rise as Central Banks across the world had to increase interest rates to curb inflation.

6.8. Question 8

"According to notice, if the circumstances is against based on Section S72(1), what's root causes of not agreeing pertaining to original percentage pay-out?" by Tay Peck Gek – EMTM on 3 July 2023

Answer
All co-operatives in Singapore are governed by the Registrar and the Co-operatives Societies Act (CSA). Our Committee of Management (COM) has been strongly advised by the Registrar not to distribute the realised gains from equities to ensure that Straits Times Co-operative complies with Section 72(1) of the CSA.

Based on the Registrar's latest update on 11 July - The Registry has noted the general feedback from co-operative societies regarding the restrictions on the use of their accumulated surpluses and the Registrar intends to explore the feasibility of allowing distributions of the accumulated surpluses in the upcoming round of amendments to the Co-operative Societies Act, which may be subjected to certain safeguards being fulfilled.

We will continue to follow up with the Registrar on this matter and we await positive updates from them.

6.9. Question 9

"Is there any possibility to abolish specific and maintained subscription dividend as it is?" by Muhammad Arman Bin Dolkapa – Production on 3 July 2023

Answer
The 2.5% interest earned from your Specific Deposit account has already been credited into your bank account on 31 December 2022.

And the interest paid to the specific deposit account is treated as an expense item.

And because it is an expense item, the interest of specific deposit account helps to reduce our Cooperative's contribution to the Central Co-operative Fund - i.e. pay lesser Income Tax.

So it is a good instrument for members to gain early interest and to increase our expenditure which can help the coop to pay less tax.

With the specific deposit account, it also helps to balance off the payout to members when the coop gets into a situation like what we are facing now.

6.10. Question 11

"Is the 1.57% subscription dividend applicable for the following FYs?" by Chen YiFan – SPHTECH Group on 11 July 2023

Answer
No.

Subscription Dividend payout percentage is determined by the yearly financial results of the Co-operative and we may only distribute what is stated as "Net Surplus after Central Co-operative Fund contribution" based on the current Cooperatives Societies Act.

Due to the Registrar's advice, we need to revise our Subscription Dividend payout to 1.57% for FY2022. Next year dividends will depend on how much we have in our Net Surplus for FY2023.

Do note that our overall dividends rate is still higher than the average Fixed Deposit rate in the market for the year 2022.

By the way, we hope you have also noticed that during the past few years of Covid when the economy was at her low, ST Coop was still paying out dividends and interest that were above the market rates.

6.11. Question 12

"Why is it so hard to even pay 2.5% in dividends, considering that interest rates have risen sharply? What is the outcome of the legal representation to the Registrar on how STCoop calculates its dividends based on net gains from investment sales? How much was the legal bill? Going forward, is STCoop able invest in higher-yielding instruments? What is the STCoop payout ratio? Is it keeping too much in reserves?" by Dennis Chan Wee Chuank – EMTM on 11 July 2023

Answer
A) Why is it so hard to even pay 2.5% in dividends, considering that interest rates have risen sharply?

Interest rates have risen sharply only from Sep 2022 or the last quarter of the year 2022. As mentioned, the average T-bill yield was at 2.379% pa. which was lower than our intended dividends at 2.5%. We have to adjust our dividends on Subscription to 1.57% due to the definition of the Cooperative Societies Act which did not allow us to distribute the realised gains from equities based on Section 72(1) of the CSA.

B) What is the outcome of the legal representation to the Registrar on how STCoop calculates its dividends based on net gains from investment sales?

As explained earlier, the latest updates per Registrar on 11 Jul was "The Registry has noted the general feedback from co-operative societies regarding restrictions on the use of their accumulated surpluses and intends to explore the feasibility of allowing distributions of the accumulated surpluses in the upcoming round of amendments to the Co-operative Societies Act, which may be subjected to certain safeguards being fulfilled."

This means the Registrar will be following up with the matter and we will await their updates based on our feedback and reasoning.

C) How much was the legal bill?
The legal bill was SGD $7K excluding GST.

D) Going forward, is STCoop able invest in higher-yielding instruments?
Per the Written Direction ("WD") on Investments dated 18 November 2013 issued by the Registry of Co-operative Societies, the following are the type of investment that Co-op are allowed to invest in.

6.12. Question 13

"What is the dividend percentage and when will it be credited." by Wan Noor Ayati Bte Syed Ali–SPHTECH Group on 12 July 2023

Answer
For FY2022, the Subscription Dividend declared will be 1.57%.

If members approve the proposed profit appropriation at this AGM, the Subscription Dividend will be credited into members' bank account one week after the AGM.

6.13. Having addressed all submitted questions, the Vice-Chairman invited questions from the floor.

6.14. As there were no further questions from the floor, the Vice-Chairman concluded the question and answer session for the AGM.

7. Formal Proceedings of Resolutions

The Chairman then went on with the formal proceedings of this meeting, indicating that this meeting has been called with due notice and we have sufficient quorum to conduct the business of this 83rd AGM.

7.1. Resolution 1: To consider and confirm the Minutes of the 82nd AGM held on 21 June 2022. (Refer to the 2022 Annual Report Pages 5 to 14 for details.)

With no objections from the members, the minutes were approved as proposed by Wong Hsien Loong Winston and seconded by Babol Marie Katherine Lao.

7.2. Resolution 2: To receive and adopt the Committee of Management Report and audited Statement of Accounts for the period 1 January to 31 December 2022. (Refer to the 2022 Annual Report Pages 15 to 47 for details.)

With no objections from the members, the COM report and audited Statement of Accounts were approved as proposed by Pannirselvam S/O Pomman and seconded by Lim Kim Yim.

7.3. Resolution 3: To approve the proposed appropriation for the year ended 31 December 2022. (Refer to the 2022 Annual Report Page 48 for details.)

With no objections from the members, the resolution is approved as proposed by Lee Ping Ping Emmeline and seconded by Chan Bee Yang.

7.4. Resolution 4: To approve the estimated expenditure for 2023. (Refer to the 2022 Annual Report page 49 for details.)

With no objections from the members, the estimated expenditure for 2023 is approved as proposed by Goh Meow Cheng and seconded by Lam Tian Yong Ivan.

7.5. Resolution 5: To authorise the COM to appoint a professional audit firm, where necessary, to be External Auditor of the Co-operative for 2023/2024. To re-appoint CLA Global TS (formerly Nexia TS) as external auditors of the Co-operative for the financial year ending 31 December 2023.

With no objections from the members, the resolution is approved as proposed by Fatonah Bte Rubaii and seconded by Quek Teck Loong Dominic.

7.6. Resolution 6: To elect up to 11 individuals to the COM for a term of 3 years from the 83rd to the 86th AGM.

Nominations of individuals for election to the COM took place from 1 March 2023 to 28 April 2023.
ST Coop received 9 nominations for the 11 vacancies after nominations closed on 28 April 2023; therefore, no election is required.
The following were re-appointed to the COM:
1) Ang Hoe Kiat
2) Chan Yim Han Emily
3) Han Poh Tin
4) Latiff Bin Mohideen Ghani
5) Lei Ivy
6) Phua Yin Sin
7) Ramoo Tharmaretnam
8) See Hwee Peng Stanley
9) Tang Kah Yim Connie

7.7. Resolution 7: To adopt, if approved, to authorise the COM to invest up to 30% of the Co-operative's total assets in Restricted Investments. The default is 10%.

From the Written Direction ("WD") on Investments dated 18 November 2013 issued by the Registry of Co-operative Societies, the following are the types of investment that Co-operatives are allowed to invest in:
70% in Non-Restricted Investments such as
● Singapore Government Securities
● Bonds issued by any statutory board in Singapore
● Singapore Dollar deposits in financial institutions licensed by MAS
● Capital-guaranteed investment funds or products managed by financial institutions licensed by MAS, where the issuer guarantees the returns of 100% of the capital investment at a predetermined date in the future.

30% in Restricted Investments such as
● Investment properties
● Corporate bonds
● Managed funds
● Shares in listed companies
● Shares in private companies
● Shares in other co-ops and
● Unit trusts

ST Coop has applied to the Registry of Co-operative Societies in March 2023 for the higher Restricted Investment (RI) limit of 30% for a 3-year period from FY2023 to FY2026 or the Coop's AGM date in 2026, whichever is earlier. The Registrar has given us their in-principal approval based on the proposed asset allocation for Restricted Investment. Details of the RI plan has also been shared earlier in this meeting and details can be found in Page 17 of the 2022 Annual Report.

We would like to inform all members that the Registrar has given us their in-principle approval to invest up to 30% of Coop's total assets up till 30 June 2026 or ST Coop AGM in 2026.

With no objections from the members, the resolution is approved as proposed by Chan Bee Yang and seconded by Lim Beng Hock.

8. Other Announcements

8.1. Members' Portal enhancement: The Chairman announced that members are now able to login to the ST Coop portal using Singpass.

8.2. Membership Drive: The Chairman announced that members would receive a $10 NTUC e-Voucher for every new member referral.

8.3. ST Coop's 90th Anniversary next year: Officially registered with the Registrar of Co-operative Societies on 21 February 1934, 2024 marks ST Coop's 90th anniversary and the Chairman announced that AGM 2024 in June 2024 would likely be a physical one to celebrate this momentous milestone.

9. Dividends

1.57% Dividends on Subscription accounts as at 31 December 2022 shall be credited into members' bank accounts within one week after 31 July 2023.

10. Closing

10.1. On behalf of the COM members, the Chairman thanked everyone for their online attendance and their continued support for ST Coop.

10.2. He declared the closure of the meeting on a note for everyone to take care and stay well.

10.3. The meeting ended at 7:40p.m. with a bento dinner set for everyone present at the AGM.

Recorded by:

Lei Ivy
Secretary

Confirmed by:

See Hwee Peng Stanley
Chairman of Meeting

COMMITTEE OF MANAGEMENT REPORT FOR FINANCIAL YEAR ENDED 31 DECEMBER 2023

To: The Members of Straits Times Co-Operative Limited

Ladies/Gentlemen

The Committee of Management (COM) is the pleased to present the Annual Report, Statement of Accounts and Balance Sheet of the Co-operative for the period 1 January to 31 December 2023.

1. Results

The Co-operative recorded a gross profit of S$864,857 (2022 profit was S$374,620) for the year ended 31 December 2023. Profit came mainly from dividends from investments, interest from bonds and sales of quoted investment.

2. Dividends

During the year under review, dividends of 1.57% were paid to members in accordance with the Co-operative's by-laws amounting to S$337,414 (2022: 2.5% - S$505,785).

3. Membership

The membership as at 31 December 2023 was 796. During the year under review, 16 new members were admitted while 78 accounts were closed upon cessation of employment/membership and retirement.

4. Subscription

Subscription capital as at 31 December 2023 amounted to S$15,722,379 (2022: S$21,506,442), a decrease of S$5,784,063 over the previous year. The average monthly total subscription received during the year was S$425,892 (2022: S$449,502), or S$535 per member (2022: S$524).

5. Specific deposits

The balance in this account as at 31 December 2023 was S$26,750,475. Interest of 3.85% amounting to S$991,712 calculated on the balance as at 31 December 2023 had been credited to members' accounts.

6. Loan

For the year 2023, loans granted to members amounted to S$9,843 (2022: S$14,324), a decrease of S$4,481 over the previous year.

7. Auditors

CLA Global TS Public Accounting Corporation were the auditors for year under review and the audit fee was S$10,500.

8. Common good fund

During the year, grants amounting to S$21,590 were paid to members for study awards, loyalties bonus and funeral grants from the Co-operative's common good fund. The balance in this account as at 31 December 2023 was S$78,926.

9. Investments

9.1. Restricted and Non-Restricted Investments performance

As at 31 December 2023, the Co-operative has S$13,658,662 (25.0%) in Restricted Investments and S$40,781,666 (74.5%) in Non-Restricted Investments, other assets including loans, fixed assets, intangible assets and other receivables, amounting to S$294,261 (0.5%), the Co-operative has total assets of S$54,734,589.

As at 31 December 2023, the Co-operative has a Minimum Liquid Assets (MLA) ratio of 64.5% (2022: 65.6%) and Capital Adequacy Ratio (CAR) of 20.6% (2022: 15.9%).

MLA and CAR ratio required by the Registrar of Co-operative Societies is 15% and 10% respectively.

(All in S$)	As at 31 December 2023		As at 31 December 2022	
Restricted Investments (RI)	**Investment Amount**	**Income**	**Investment Amount**	**Income**
Shares listed on SGX	7,122,184	1,120,319	6,338,993	[1]304,602
Managed Fund/Unit Trust	-	-	-	-
Corporate Bonds	6,392,130	211,933	6,486,045	261,409
Shares in other Co-op (invest after 30 June 2010)	144,348	-	151,080	-
Total	13,658,662	1,332,252	12,976,118	566,011
Returns on RI	**9.8%**		**4.4%**	
Non-Restricted Investments (Non-RI)	**Investment Amount**	**Income**	**Investment Amount**	**Income**
Parent Shares	-	-	-	[2]-
Statutory Board/SGS Bond	31,209,870	680,688	31,331,965	687,287
Shares in other Co-operative	431,631	[3]2,500	750,000	55,543
Fixed Deposits	6,932,893	289,923	11,528,840	171,323
Cash & Cash Equivalents	2,207,272	516	1,990,059	1,293
Total	40,781,666	973,627	45,600,864	915,446
Returns on Non-RI	**2.4%**		**2.0%**	
Total Investment/Total Income	54,440,328	2,305,879	58,576,982	1,481,457
Returns on Total Investments	**4.2%**		**2.5%**	

In the proposed investment plan for FY2023 to FY2026, the Investment Committee hopes to generate annual returns of at least 3.0% for Restricted Investments.

[1] In FY 2022, gains on disposal of equity instruments amounting to S$407,707 would be recognised in other comprehensive income and transferred to accumulated surplus hence they do not form part of total income.
[2] In FY 2022, losses on disposal of equity instruments amount to S$66,088 would be recognised in other comprehensive income and transferred to accumulated surplus hence they do not form part of total income.
[3] In FY 2023, gains on disposal of shares in other Co-operative amounted to S$1,527,000 would be recognised in other comprehensive income and transferred to accumulated surplus hence they do not form part of total income.

9.2. Restricted Investments (RI) limits

The default RI limit is 10%.

Based on the revised written direction dated 1 August 2023, Credit Co-operatives are allowed to apply to the Registry of Co-operative Societies for a higher RI limit of 20% to 30% subject to conditions imposed.

The Co-operative applied to the registry of Co-operative societies in August 2023 for the higher RI limit of 30% for a 3-year period from FY2023 to FY2026 or the Co-operative's Annual General Meeting date in 2026, whichever is earlier.

9.3. Asset allocation for Restricted Investment (RI)

The investible funds will be based on the following asset allocation as approved by members during the last Annual General Meeting held on 31 July 2023 will serve as the primarily investment guidelines for FY2023 to FY2026 and will be strictly adhered to.

Restricted Investment (RI)	Planned Allocation FY 2023 to FY 2026	Actual as at 31 Dec 2023	Actual as at 31 Dec 2022
Shares listed on SGX	Up to Max 60%	52%	36%
Corporate Bonds issued in Singapore	Up to Max 70%	47%	37%
Managed Funds / Unit Trusts	Up to Max 10%	-	-
Shares in other Co-op (invested after 30 June 2010)	Up to Max 10%	1%	1%
Total	**100%**	**100%[4]**	**74%[5]**
Generate annual returns of at least 3% and invest a further S$2.7mil in FY 2023 to stay within the 30% (RI ratio) limit. All investments transactions will be approved by the Investment Committee.		Annual return of 9.8% and an increase of S$0.7mil investments in RI during FY 2023. The targeted annual return of 3% was met.	Annual return of 4.4% and a decrease of S$2.1mil investments in RI during FY 2022. The targeted annual return of 3% was met.

9.4. Proposal to amend the Asset Allocation for Restricted Investment (RI) from FY2024 to FY2026

The RI limit of 30% for a period not exceeding 3 years from FY2023 to FY2026, has been approved by members at the last AGM held on 31 July 2023. And the Registrar has also given approval for the Co-operative's application for the 30% restricted investments limit in August 2023.

From FY2024 to FY2026, the Co-operative propose to amend the asset allocation to invest based on the following asset allocation:

Restricted Investment (RI)	Proposed FY2024 to FY2026
Investment Properties	Up to Max 50%
Shares listed on SGX	Up to Max 60%
Corporate Bonds issued in Singapore	Up to Max 70%
Managed Funds / Unit Trusts	Up to Max 10%
Shares in other Co-op (invested after 30 June 2010)	Up to Max 10%
Total[6]	**100%**

With the proposed investment plan, the Co-operative hopes to generate annual returns of at least 3%. As such, the Investment Committee intends to invest a further $2.7mil in the coming Financial Year to stay within the RI limit of 30%.

[4] The total 100% of planned allocation is based on 100% of Total Investment Amount in Restricted Investment.
[5] The total 100% of planned allocation is based on 30% of Total Assets.
[6] The total 100% of planned allocation is based on 100% of Total Restricted Investment Amount.

The plan, if approved by members, will serve as the primary investment guideline for the period from 1 July 2024 to 30 June 2026 and will be strictly adhered to. All investments transactions will be approved by the Investment Committee.

10. Corporate governance

10.1. Attendance of Committee of Management

During the year, the Committee of Management held twelve meetings for the period January to December 2023. The attendance of each committee at every meeting is as follows:

Name	Position	No of Meeting	
		Held	Attended
Ang Hoe Kiat (Re-appointed as Chairman on July 2023)	Chairman	12	12
See Hwee Peng Stanley (Re-appointed as Vice Chairman on July 2023)	Vice Chairman	12	12
Lei Ivy	Secretary	12	12
Tang Kah Yim Connie (Appointed as Assistant Secretary on July 2023)	Assistant Secretary	12	12
Phua Yin Sin	Treasurer	12	12
Chan Yim Han Emily	Committee Member	12	12
Han Poh Tin	Committee Member	12	12
Latiff Bin Mohideen Ghani	Committee Member	12	10
Ramoo Tharmaretnam	Committee Member	12	11

10.2. Audit Committee

The Audit Committee's terms of reference were expanded to review:

- With the internal and external auditors, the audit plans and audit reports;
- The assistance given by the officers of the credit co-op to the auditor;
- The scope, results and effectiveness of the audit procedures.

10.3. Attendance of Audit Committee

In 2023, the Audit Committee held one meeting:

Name	Position	No of Meeting	
		Held	Attended
Han Poh Tin	Chairman	1	1
Chan Yim Han Emily (Appointed as AC Member on July 2023)	Member	1	0
Ramoo Tharmaretnam	Member	1	1
Latiff Bin Mohideen Ghani (Step down as AC Member on July 2023)	Member	1	1

11. Appreciation

The Committee of Management would like to express their appreciation to the staff for their dedication and commitment to work and to members for their continued support and co-operation.

For and on behalf of the COM

Lei Ivy
Secretary

Straits Times Co-operative Limited
(Registered under the Co-operative Societies Act 1979)
(Incorporated in the Republic of Singapore)
(Unique Entity No.: S34CS0024G)

Annual Report for the financial year ended
31 December 2023

Management Committee's Statement

for the financial year ended 31 December 2023

The Management Committee present their statement to the members of the Straits Times Co-operative Limited (the "Co-operative") together with the audited financial statements for the financial year ended 31 December 2023.

In the opinion of the Management Committee,

(a) the financial statements as set out on pages 25 to 51 are drawn up so as to give a true and fair view of the financial position of the Co-operative as at 31 December 2023, and of the financial activities, changes in accumulated funds and cash flows of the Co-operative for the financial year then ended;

(b) at the date of this statement, there are reasonable grounds to believe that the Co-operative will be able to pay its debts as and when they fall due;

(c) the receipts, expenditure, investment of monies and acquisition and disposal of assets by the Co-operative during the financial year ended 31 December 2023 have been made in accordance with the provisions of the Cooperative Societies Act 1979 (the "Act") and the By-laws of the Co-operative; and

(d) proper accounting and other records have been kept by the Co-operative.

On behalf of the Management Committee

.....

Ang Hoe Kiat
Chairman

.....

Lei Ivy
Secretary

.....

Phua Yin Sin
Treasurer

2 May 2024

Independent Auditor's Report to the Members of
Straits Times Co-operative Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Straits Times Co-operative Limited (the "Co-operative") which comprise the statement of financial position as at 31 December 2023, and the statement of comprehensive income, statement of changes in members' fund and statement of cash flows for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 25 to 51.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Co-operative Societies Act 1979 (the "Act") and Financial Reporting Standards in Singapore ("FRS") so as to give a true and fair view of the financial position of the Co-operative as at 31 December 2023 and of the financial activities, changes in accumulated funds and cash flows of the Co-operative for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Co-operative in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics applicable to Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believed that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the Management Committee's Statement as set out on page 1.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materiality inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

Independent Auditor's Report to the Members of Straits Times Co-operative Limited (continued)

Responsibilities of Management for the Financial Statements (continued)

In preparing the financial statements, management is responsible for assessing the Co-operative's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Co-operative or to cease operations, or has no realistic alternative but to do so.

The management's responsibilities include overseeing the Co-operative's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Co-operative's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Co-operative's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Co-operative to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the management regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Independent Auditor's Report to the Members of
Straits Times Co-operative Limited (continued)

Report on Other Legal and Regulatory Requirements

Opinion

In our opinion, proper accounting and other records have been kept by the Co-operative have been properly kept in accordance with the provisions of the Act.

During the course of our audit, nothing has come to our attention to cause us to believe that the receipts, expenditure, investments of monies and acquisition and disposal of assets made by the Co-operative during the financial year ended 31 December 2023 have not been made in accordance with the By-laws of the Co-operative and the provisions of the Act.

CLA Global TS Public Accounting Corporation
Public Accountants and Chartered Accountants

Singapore

2 May 2024

Statement of Comprehensive Income
for the financial year ended 31 December 2023

	Note	2023 $	2022 $
Income			
Interest income			
- bonds		**894,746**	951,196
- bank deposits		**290,439**	172,616
- loans to members		**1,897**	2,581
Dividend income			
- quoted equity instruments		**1,120,319**	304,603
- unquoted equity investments		**2,500**	55,543
Loss on disposal of financial assets, FVOCI			
- quoted bonds		**(2,125)**	-
- statutory bonds		**-**	(2,500)
Entrance fee - point in time		**80**	80
Other income	3	**5,331**	5,617
		2,313,187	1,489,736
Expenditure			
Affiliation fees		**250**	250
Amortisation of intangible assets	17	**12,301**	56,284
Audit fees		**12,348**	9,725
Bank charges		**1,682**	1,151
Depreciation of plant and equipment	16	**980**	1,149
Employee compensation	4	**249,076**	241,212
Insurance		**10,055**	8,584
Interest on specific deposits	19	**991,712**	689,372
Maintenance of computer system		**151,243**	94,666
Medical expenses		**520**	539
Meeting expenses		**990**	79
Printing and stationery		**1,738**	3
Skills development levy		**356**	358
Sundry expenses		**9,720**	3,889
Training		**5,356**	7,855
Transport		**3**	-
		1,448,330	1,115,116
Surplus before contributions		**864,857**	374,620

The accompanying notes form an integral part of these financial statements.

Statement of Comprehensive Income
for the financial year ended 31 December 2023

	Note	2023 $	2022 $
Surplus before contributions		**864,857**	374,620
Contributions to:			
- Central Co-operative Fund - 5%	5	**(25,000)**	(18,731)
- Central Co-operative Fund - 20%	5	**(72,971)**	-
- Over provision in the prior financial year		**-**	8,611
		(97,971)	(10,120)
Net surplus after contributions		**766,886**	364,500
Other comprehensive income/(loss)			
Items that may be classified subsequently to profit or loss:			
Financial assets, at FVOCI			
- Fair value gains/(losses) - debt instruments		**1,048,880**	(3,976,100)
- Reclassification		**2,125**	(2,500)
Items that will not be classified subsequently to profit or loss:			
Financial assets, at FVOCI			
- Fair value gains - equity instruments		**27,422**	774,152
- Gain on disposal of equity instrument		**1,527,000**	-
		2,605,427	(3,204,448)
Total comprehensive income/(loss) for the financial year		**3,372,313**	(2,839,948)

The accompanying notes form an integral part of these financial statements.

Statement of Financial Position
as at 31 December 2022

	Note	2023 $	2022 $
ASSETS			
Current assets			
Financial assets, at FVOCI	7	**995,800**	1,968,875
Loans to members	13	**9,843**	14,324
Other receivables	14	**282,319**	376,062
Cash and cash equivalents	15	**9,140,165**	13,518,899
		10,428,127	15,878,160
Non-current assets			
Plant and equipment	16	**1,624**	2,604
Intangible assets	17	**475**	12,776
Financial assets, at FVOCI	7	**44,304,363**	43,089,208
		44,306,462	43,104,588
Total assets		**54,734,589**	58,982,748
LIABILITIES			
Current liabilities			
Subscription capital	18	**15,722,379**	21,506,442
Specific deposits	19	**26,750,475**	28,295,594
Other payables	20	**194,525**	109,231
		42,667,379	49,911,267
Net assets		**12,067,210**	9,071,481
MEMBERS' FUNDS			
Accumulated surplus	21	**4,190,415**	2,251,523
Common good fund	22	**78,926**	100,516
General reserve fund	23	**7,111,222**	7,111,222
Fair value reserve	24	**686,647**	(391,780)
Total funds		**12,067,210**	9,071,481

The accompanying notes form an integral part of these financial statements.

Statement of Changes in Members' Fund
for the financial year ended 31 December 2023

	Note	Accumulated surplus $	Common good fund $	General reserve fund $	Fair value reserve $	Total funds $
2023						
Beginning of financial year		2,251,523	100,516	7,111,222	(391,780)	9,071,481
Study award		-	(3,240)	-	-	(3,240)
Retirement and funeral grants		-	(18,350)	-	-	(18,350)
Committee members' honoraria		(17,580)	-	-	-	(17,580)
Dividends paid	25	(337,414)	-	-	-	(337,414)
Other comprehensive income						
Transfer upon disposal of equity instrument	12	1,527,000	-	-	-	1,527,000
Fair value gains	24	-	-	-	1,076,302	1,076,302
Reclassified to profit or loss	24	-	-	-	2,125	2,125
		1,527,000	-	-	1,078,427	2,605,427
Net surplus after contributions		766,886	-	-	-	766,886
Total comprehensive income for the financial year		2,293,886	-	-	1,078,427	3,372,313
End of financial year		**4,190,415**	**78,926**	**7,111,222**	**686,647**	**12,067,210**

The accompanying notes form an integral part of these financial statements.

Statement of Changes in Members' Fund
for the financial year ended 31 December 2023

	Note	Accumulated surplus $	Common good fund $	General reserve fund $	Fair value reserve $	Total funds $
2022						
Beginning of financial year		2,123,539	78,336	7,111,222	3,154,287	12,467,384
Study award		-	(1,770)	-	-	(1,770)
Retirement and funeral grants		-	(26,050)	-	-	(26,050)
Committee members' honoraria		(16,350)	-	-	-	(16,350)
Donations		(6,000)	-	-	-	(6,000)
Dividends paid	25	(505,785)	-	-	-	(505,785)
Transfer to common good fund		(50,000)	50,000	-	-	-
Transfer upon disposal of equity instruments	24	341,619	-	-	(341,619)	-
Other comprehensive loss						
Fair value losses	24	-	-	-	(3,201,948)	(3,201,948)
Reclassified to profit or loss	24	-	-	-	(2,500)	(2,500)
		-	-	-	(3,204,448)	(3,204,448)
Net surplus after contributions		364,500	-	-	-	364,500
Total comprehensive loss for the financial year		364,500	-	-	(3,204,448)	(2,839,948)
End of financial year		2,251,523	100,516	7,111,222	(391,780)	9,071,481

The accompanying notes form an integral part of these financial statements.

Statement of Cash Flows
for the financial year ended 31 December 2023

	Note	2023 $	2022 $
Cash flows from operating activities			
Net surplus after contributions		**766,886**	364,500
Adjustments for:			
- Contributions to Central Co-operative Fund		**97,971**	10,120
- Depreciation and amortisation		**13,281**	57,433
- Dividend income		**(1,122,819)**	(360,146)
- Loss on disposal of financial assets, at FVOCI		**2,125**	2,500
- Interest income		**(1,187,082)**	(1,126,393)
- Interest expense		**991,712**	689,372
		(437,926)	(362,614)
Changes in working capital:			
- Other payables		**6,054**	1,754
Cash used in operations		**(431,872)**	(360,860)
Contributions paid to Central Co-operative Fund – net		**(18,731)**	(3,797)
Interest received		**1,280,825**	987,517
		830,222	622,860
Changes in funds:			
- Study award		**(3,240)**	(1,770)
- Retirement and funeral grants		**(18,350)**	(26,050)
- Honorarium paid		**(17,580)**	(16,350)
- Donations granted		**-**	(6,000)
Net cash provided by operating activities		**791,052**	572,690
Cash flows from investing activities			
Dividend received		**1,122,819**	360,146
Loans to members	13	**(14,758)**	(6,380)
Repayment from members	13	**19,239**	17,159
Purchase of financial assets, at FVOCI		**(1,451,418)**	(4,726,854)
Proceeds from sale of financial assets, at FVOCI		**3,812,640**	5,768,543
Net cash provided by investing activities		**3,488,522**	1,412,614
Cash flows from financing activities			
Dividends paid	25	**(337,414)**	(505,785)
Receipts from members - subscription capital	18	**5,110,698**	5,394,029
Withdrawal of subscription capital	18	**(6,964,166)**	(4,118,982)
Withdrawal of specific deposits	19	**(6,467,426)**	(4,265,623)
Net cash used in financing activities		**(8,658,308)**	(3,496,361)
Net decrease in cash and cash equivalents		**(4,378,734)**	(1,511,057)
Cash and cash equivalents			
Beginning of the financial year		**13,518,899**	15,029,956
End of the financial year	15	**9,140,165**	13,518,899

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements
for the financial year ended 31 December 2023
These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

The financial statements of the Straits Times Co-operative (the "Co-operative") for the financial year ended 31 December 2023 were authorised for issue by the Management Committee on 2 May 2024.

1 General information

The Co-operative is registered under the Co-operative Societies Act 1979 with its principal place of business and registered office at 1000, Toa Payoh North, Singapore 318994.

The principal activities of the Co-operative is to encourage thrift by receiving subscription from members and to prevent indebtedness by enabling them to obtain loans on reasonable terms.

There have been no significant changes in the nature of these activities during the financial year.

2 Material accounting policies

2.1 Basis of preparation

These financial statements are prepared in accordance with the Act and Singapore Financial Reporting Standards ("FRS") under the historical cost convention, except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the Co-operative's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. There were no areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements.

Interpretations and amendments to published standards effective in 2023

On 1 January 2023, the Co-operative adopted the new or amended FRS and Interpretations of FRS ("INT FRS") that are mandatory for application for the financial year. Changes to the Co-operative's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of these new or amended FRS and INT FRS did not result in substantial changes to the Co-operative's accounting policies and had no material effect on the amounts reported for the current or prior financial years

2 Material accounting policies (continued)

2.2 Revenue recognition

(a) Interest income

Interest income from investments are recognised on time proportion basis over the period of placement of investment and at the effective interest rate applicable.

Interest on loans granted to members of the Co-operative is calculated at the rate of 6% per annum on the amounts borrowed.

(b) Dividend income

Dividend income is recognised when the Co-operative's right to receive payment is established.

(c) Other income

All other forms of income except for government grants are recognised at point in time when the Co-operative has satisfies its performance obligation by transferring good or service to the member.

2.3 Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Co-operative will comply with all the attached conditions.

Government grants receivable are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis. Government grants relating to expenses are shown separately as other income.

2.4 Plant and equipment

(a) Measurement

All items of plant and equipment are initially recorded at cost and subsequent carried at cost less accumulated depreciation and any accumulated impairment losses.

The cost of plant and equipment initially recognised includes its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

2 Material accounting policies (continued)

2.4 Plant and equipment (continued)

(b) Depreciation

Depreciation is calculated using the straight-line method to allocate depreciable amounts over their estimated useful lives as follows:

	Useful lives
Office equipment	5 to 10 years

The residual values, estimated useful lives and depreciation method of plant and equipment are reviewed, and adjusted as appropriate, at each reporting date. The effects of any revision are recognised in profit or loss when changes arise.

(c) Subsequent expenditure

Subsequent expenditure relating to plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(d) Disposal

On disposal of an item of plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within “other gains and losses”.

2.5 Intangible assets

Computer software licenses

Intangible asset represents the Co-operative’s computer software that is not an integral part of a computer-controlled machine. It is initially separately measured at cost which includes the purchase prices (net of any discounts and rebates) and other directly attributable costs of preparing the asset for its intended use. Direct expenditures including employee costs, which enhance or extend the performance of computer software beyond its specifications and which can be reliably measured, are added to the original cost of the software. Costs associated with maintaining the computer software are expensed off when incurred.

Computer software licenses are subsequently carried at cost less any accumulated amortisation and any accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over their estimated useful lives of 5 years.

The amortisation period and amortisation method of intangible assets are reviewed at least at each reporting date. The effects of any revision are recognised in profit or loss when the changes arise.

2 Material accounting policies (continued)

2.6 Impairment of non-financial assets

Intangible assets and plant and equipment are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash-generating units ("CGU") to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

Management assesses at the end of the reporting period whether there is any indication that an impairment recognised in prior periods may no longer exist or may have decreased. If any such indication exists, the recoverable amount of that asset is estimated and may result in a reversal of impairment loss. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

A reversal of impairment loss for an asset is recognised in profit or loss.

2.7 Financial assets

(a) Classification

The Co-operative classifies its financial assets as amortised cost and fair value through other comprehensive income ("FVOCI").

The classification depends on the Co-operative's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

The Co-operative reclassifies debt instruments when and only when its business model for managing those assets changes.

(b) Initial recognition

At initial recognition, the Co-operative measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial assets.

(c) Subsequent measurement

(i) Debt instruments

Debt instruments of the Co-operative mainly comprise of cash and cash equivalents, other receivables, loans to members and investments in bonds.

The subsequent measurement depending on the Co-operative's business model for managing the asset and the cash flow characteristics of the asset:

2 Material accounting policies (continued)

2.7 Financial assets (continued)

(c) Subsequent measurement (continued)

(i) Debt instruments (continued)

- Amortised cost: Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

- FVOCI: Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income ("OCI") and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and presented as part of the Co-operative's income on the face of the statement of comprehensive income. Interest income from these financial assets is recognised using the effective interest rate method and presented in "interest income".

(ii) Equity instruments

The Co-operative subsequently measures all its equity investments at their fair values. The Co-operative has elected to recognise the changes in fair value of equity investments not held for trading in OCI as these are strategic investments and the Co-operative considered this to be more relevant. Movement in fair values of investments classified as FVOCI are presented as "fair value gain and losses" in OCI. Dividends from equity investments are recognised in profit or loss as "dividend income".

Regular way purchases and sales of these financial assets are recognised on trade date – the date on which the Co-operative commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Co-operative has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

On disposal of an equity investment, the difference between the carrying amount and sales proceed is recognised in profit or loss if there was no election made to recognise fair value changes in other comprehensive income. If there was an election made, any difference between the carrying amount and sales proceed amount would be recognised in other comprehensive income and transferred to retained profits along with the amount previously recognised in other comprehensive income relating to that asset.

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2 Material accounting policies (continued)

2.7 Financial assets (continued)

(c) Impairment

The general 3-stage expected credit loss ("ECL") approach is applicable to all other financial assets at amortised costs and debt investments at FVOCI. The Co-operative assesses on a forward-looking basis the ECL associated with its debt financial assets carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

2.8 Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.9 Other payables

Other payables represent liabilities for goods and services provided to the Co-operative prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.10 Fair value estimate of financial assets and liabilities

The fair values of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities and derivatives) are based on quoted market prices at the reporting date. The quoted market prices used for financial assets are the current bid prices; the appropriate quoted market prices used for financial liabilities are the current asking prices.

The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Co-operative uses a variety of methods and makes assumptions based on market conditions that are existing at each reporting date. Where appropriate, quoted market prices or dealer quotes for similar instruments are used. Valuation techniques, such as discounted cash flow analysis, are also used to determine the fair values of the financial instruments.

The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.

2.11 Provisions

Provisions for other liabilities and charges are recognised when the Co-operative has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

2 Material accounting policies (continued)

2.12 Employee compensation

Employee benefits are recognised as an expense.

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Co-operative pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Co-operative has no further payment obligations once the contributions have been paid.

2.13 Currency translation

(a) Functional and presentation currency

Items included in the financial statements of the Co-operative are measured using the currency of the primary economic environment in which the Co-operative operates ("functional currency"). The financial statements are presented in Singapore Dollar, which is the functional currency of the Co-operative.

(b) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are recognised in profit or loss.

2.14 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand and deposits with financial institutions which are subject to an insignificant risk of change in value.

2.15 Dividends to Co-operative's members

Dividends to Co-operative's members are recognised when the dividends are approved for payment.

3 Other income

	2023 $	2022 $
Government grants		
- Central Co-operative Fund Grant [(a)]	**4,863**	4,833
- Wage Credit Scheme [(b)]	**178**	436
	5,041	5,269
Others	**290**	348
	5,331	5,617

[(a)] Central Co-operative Fund Grant was introduced to help enhance co-operatives' capabilities, governance and operational efficiency.

[(b)] The Wage Credit Scheme ("WCS") was introduced in 2013 to help business cope with rising wage costs and share productivity gains with their employees. The amount an employer can receive depends on the fulfilment on certain conditions under the scheme.

4 Employee compensation

	2023 $	2022 $
Staff salaries, bonus and allowances	**218,768**	210,620
Employer's contributions to defined contribution plans	**30,308**	30,592
	249,076	241,212

The Co-operative does not currently have a policy to compensate staff for unused annual leave.

5 Central Co-operative Fund

Pursuant to Section 71(2) of the Co-operative Societies Act 1979, at the end of each financial year, the Co-operative shall contribute:

(a) 5% of the first $500,000 of the surplus resulting from the operations of the Co-operative during the preceding financial year to the Central Co-operative Fund ("CCF"); and

(b) 20% of any surplus in excess of $500,000 from the operations of the Co-operative during the preceding financial year either to the CCF or to the Singapore Labour Foundation.

6 Income tax expense

The Co-operative is exempted from income tax under Section 13(1)(f)(ii) of the Income Tax Act, Chapter 134.

7 Financial assets, at FVOCI

Details of the financial assets are analysed as follows:

	2023 $	2022 $
Current		
- Quoted bonds at fair value (Note 8)	**-**	975,082
- Singapore statutory bonds at fair value (Note 9)	**995,800**	-
- Singapore government bonds at fair value (Note 10)	**-**	993,793
	995,800	1,968,875

	2023 $	2022 $
Non-current		
- Quoted bonds at fair value (Note 8)	**6,392,130**	5,510,962
- Singapore statutory bonds at fair value (Note 9)	**11,951,232**	12,192,900
- Singapore government bonds at fair value (Note 10)	**18,262,838**	18,145,273
- Quoted equity instruments at fair value (Note 11)	**7,122,184**	6,338,993
- Unquoted equity instruments at cost (Note 12)	**575,979**	901,080
	44,304,363	43,089,208

8 Quoted bonds at fair value

	2023 $	2022 $
Quoted bonds at cost	**6,710,825**	6,992,200
Fair value loss (Note 24)	**(218,695)**	(406,156)
Impairment losses	**(100,000)**	(100,000)
Quoted bonds at fair value	**6,392,130**	6,486,044
Current	**-**	975,082
Non-current	**6,392,130**	5,510,962
Quoted bonds at fair value	**6,392,130**	6,486,044

9 Singapore statutory bonds at fair value

	2023 $	2022 $
Singapore statutory bonds at cost	**13,908,500**	13,908,500
Fair value loss (Note 24)	**(661,468)**	(1,415,600)
Impairment losses	**(300,000)**	(300,000)
Singapore statutory bonds at fair value	**12,947,032**	12,192,900
Current	**995,800**	-
Non-current	**11,951,232**	12,192,900
Singapore statutory bonds at fair value	**12,947,032**	12,192,900

10 Singapore government bonds at fair value

	2023 $	2022 $
Singapore government bonds at cost	**19,414,240**	20,399,880
Fair value loss (Note 24)	**(151,402)**	(260,814)
Impairment losses	**(1,000,000)**	(1,000,000)
Singapore government bonds at fair value	**18,262,838**	19,139,066
Current	**-**	993,793
Non-current	**18,262,838**	18,145,273
Singapore government bonds at fair value	**18,262,838**	19,139,066

11 Quoted equity instruments at fair value

	2023 $	2022 $
Non-current		
Quoted equity instruments at cost	**5,403,972**	4,648,203
Fair value gain (Note 24)	**1,718,212**	1,690,790
Quoted equity instruments at fair value	**7,122,184**	6,338,993

12 Unquoted equity instruments at cost

	2023 $	2022 $
Non-current		
NTUC Choice Homes Co-operative Limited [(a)]	**-**	300,000
Premier Security Co-operative Society Limited	**50,000**	50,000
Income Insurance Limited/NTUC Income Insurance Co-operative Limited [(b)]	**525,979**	551,080
	575,979	901,080

[(a)] During the financial year ended 31 December 2023, the Co-operative disposed this unquoted equity instrument as the underlying investment was no longer aligned with the Co-operative's long term investment strategy. This investment had a sale proceed of $1,827,000 at the date of disposal, and the cumulative gain on disposal amounted to $1,527,000. The cumulative gain on disposal was recognised in other comprehensive income and transferred to accumulated funds.

[(b)] During the financial year ended 31 December 2023, Income Insurance Limited announced that they undertook a one-off capital reduction exercise to return capital to shareholders without the cancellation of any shares in Income Insurance Limited. Consequently, the Co-operative was entitled to receive $0.40115 per share in cash amounting to $25,101.

The cost of investments in these unquoted equity instruments are deemed to be an appropriate estimate of fair value, whereby the management committee is of the view that there is insufficient of recent information that is available to measure fair value. Therefore, cost represents the best estimate of fair value within that range.

13 Loans to members

	2023 $	2022 $
Beginning of financial year	**14,324**	25,103
Loans granted during the financial year	**14,758**	6,380
	29,082	31,483
Repayment during the financial year	**(19,239)**	(17,159)
End of financial year	**9,843**	14,324

Loans to members are unsecured, bear interest at 6% (2022: 6%) per annum and are repayable in not more than 36 monthly instalments (2022: 36 monthly instalments).

14 Other receivables

	2023 $	2022 $
Interest receivables		
- bonds	**282,319**	286,665
- short-term bank deposits	**-**	89,397
	282,319	376,062

15 Cash and cash equivalents

	2023 $	2022 $
Cash and bank balances	**2,207,272**	1,990,059
Deposits with financial institutions	**6,932,893**	11,528,840
	9,140,165	13,518,899

16 Plant and equipment

	2023 $	2022 $
Office equipment		
Cost		
Beginning and end of financial year	**8,649**	8,649
Accumulated depreciation		
Beginning of financial year	**6,045**	4,896
Depreciation charge	**980**	1,149
End of financial year	**7,025**	6,045
Net book value		
End of financial year	**1,624**	2,604

17 Intangible assets

	2023 $	2022 $
Computer software licenses		
Cost		
Beginning and end of financial year	**294,797**	294,797
Accumulated amortisation		
Beginning of financial year	**282,021**	225,737
Amortisation charge	**12,301**	56,284
End of financial year	**294,322**	282,021
Net book value		
End of financial year	**475**	12,776

18 Subscription capital

	2023 $	2022 $
Beginning of financial year	**21,506,442**	20,231,395
Receipts from members	**5,110,698**	5,394,029
	26,617,140	25,625,424
Withdrawals	**(6,964,166)**	(4,118,982)
Transfers to specific deposits account (Note 19)	**(3,930,595)**	-
End of financial year	**15,722,379**	21,506,442

19 Specific deposits

	2023 $	2022 $
Beginning of financial year	**28,295,594**	31,871,845
Transfers from subscription capital (Note 18)	**3,930,595**	-
	32,226,189	31,871,845
Withdrawals	**(6,467,426)**	(4,265,623)
Interest payables	**991,712**	689,372
End of financial year	**26,750,475**	28,295,594

The Co-operative periodically transfer members' subscription capital (Note 18) between 5% to 20% to the specific deposit accounts. The percentage to be transferred as decided by the Committee during the year end meeting. The rate of interest to be fixed by the Committee from time to time and shall not exceed 10% per annum without the approval of the Registrar (2023: 3.85%; 2022: 2.50%) Such interest shall be credited to the deposit account of members.

20 Other payables

	2023 $	2022 $
Central Co-operative Fund	**97,971**	18,731
Unclaimed dividend, deposits, subscription	**55,180**	55,180
Accrued operating expenses	**41,374**	35,320
	194,525	109,231

21 Accumulated surplus

Pursuant to Section 72(1) of the Co-operative Societies Act 1979, the net surplus may be divided among the members by way of dividend or patronage refund or by way of honoraria to officers of the Co-operative, or allocated to any other funds constituted by the Co-operative to such extent and under such conditions as may be prescribed under the Act or in the By-Laws.

22 Common good fund

The common good fund was created to provide relief and grants to members of the Co-operative and may be devoted to any educational, medical, social or charitable purposes as approved by the Registrar of Co-operative Societies from time to time. The common good fund shall be used only for the benefit of members of the Co-operative. Movements in the fund are disclosed in the Statement of Changes in Members' Funds.

23 General reserve fund

The Co-operative shall pay into the general reserve fund such portion of its net surplus as the Management Committee may decide from time to time. The fund shall be indivisible and no member shall be entitled to claim a specific share of it. The general reserve fund shall be used:

(i) to meet unforeseen losses;
(ii) to provide a margin beyond the liabilities of the Co-operative so as to ensure its ability to pay such liabilities in full in the event of dissolution; and
(iii) to enable the Co-operative by reason of the income derived from the general reserve fund to reduce the rate of interest on loans granted to members without causing a reduction in the rate of dividend on share capital and bonus shares.

24 Fair value reserve

	Quoted bonds (Note 8) $	Singapore statutory bonds (Note 9) $	Singapore government bonds (Note 10) $	Quoted equity instruments (Note 11) $	Total $
2023					
Beginning of financial year	(406,156)	(1,415,600)	(260,814)	1,690,790	(391,780)
Fair value gain	185,336	754,132	109,412	27,422	1,076,302
Reclassified to profit or loss	2,125	-	-	-	2,125
End of financial year	**(218,695)**	**(661,468)**	**(151,402)**	**1,718,212**	**686,647**
2022					
Beginning of financial year	142,930	503,178	1,249,922	1,258,257	3,154,287
Fair value (loss)/gain	(549,086)	(1,916,278)	(1,510,736)	774,152	(3,201,948)
Transfer to accumulated funds upon disposal	-	-	-	(341,619)	(341,619)
Reclassified to profit or loss	-	(2,500)	-	-	(2,500)
End of financial year	(406,156)	(1,415,600)	(260,814)	1,690,790	(391,780)

Fair value reserve is non-distributable.

25 Dividends

	2023 $	2022 $
Dividends paid		
Final dividend declared of 1.57% (2022: 2.50%) in respect of the previous financial year's subscription capital	**337,414**	505,785

26 Financial risk management

Financial risk factors

The Co-operative's activities expose it to market risk (including currency risk, interest risk and price risk), credit risk and liquidity risk.

The Management Committee reviews and agrees policies and procedures for the management of these risks, which are executed by the management team. It is and has been throughout the current and previous financial year, the Co-operative's policy that no trading in derivatives for speculative purpose shall be undertaken.

(a) Market risk

(i) Currency risk

The Co-operative is not exposed to currency risk as it has no significant transactions denominated in foreign currencies.

(ii) Price risk

The Co-operative is exposed to equity securities price risk arising from the investments held by the Co-operative which are classified as FVOCI. These securities are quoted equity instruments listed in Singapore, Singapore government bonds, Singapore statutory bonds and unquoted investments in other Co-operatives. To manage its price risk arising from investments in securities, the Co-operative diversified its portfolio.

If prices for quoted investments had changed by 10% (2022: 10%) with all other variables including tax rate being held constant, the total equity securities will increase/decrease by $4,472,418 (2022: $4,415,700).

The unquoted investments as the investment does not have a quoted market price in an active market and other methods of determining fair value do not result in a reasonable estimate.

(iii) Cash flow and fair value interest rate risks

Cash flow interest rate risk is the risk that the future cash flows of the Co-operative's financial instruments will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates. The Co-operative's exposure to interest rates relates primarily to interest-earning financial assets and interest-bearing financial liabilities. Interest rate risk is by the Co-operative on an on-going basis with the primary objective of limiting the extent to which net interest income and expense could be affected by an adverse movement in interest rates.

26 Financial risk management (continued)

Financial risk factors (continued)

(a) Market risk (continued)

(iii) Cash flow and fair value interest rate risks (continued)

The Co-operative does not hedge its investment in bonds as they have active secondary or resale markets to ensure liquidity. The Co-operative's loans at a rate based on the Management Committee's decision given to members form a natural hedge for its interest-bearing loans to members. The Co-operative's policy is to place surplus funds in deposits with financial institutions at favourable fixed interest rates or bonds carrying fixed rate of interest with financial institutions.

If the interest rates increase/decrease by 1% (2022: 1%) with all other variables including tax rate being constant, the effects on net surplus will not be significant.

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its obligations resulting in financial loss to the Co-operative. The major classes of financial assets of the Co-operative are cash and cash equivalents, loans to members, other receivables and financial assets, at FVOCI. For other financial assets, the Co-operative adopts the policy of dealing with high credit quality counterparties.

The Co-operative's investments in debt instruments are considered to be low risk investments which the issuers have a low risk of default and a strong capacity to meet contractual cash flows.

As the Co-operative does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position.

The Co-operative has applied the general approach to measure the expected credit losses. Based on an assessment of qualitative and quantitative factors that are indicative of the risk of default, these exposures are considered to be low credit risk. Therefore, the loss allowance on these financial assets has been measured on the 12-month expected credit loss basis. No loss allowance was recognised at the reporting date. The management committee has considered the forward-looking factors such as retrenchment rate and accordingly no loss allowance for the loans to members has been recognised as at 31 December 2023 and 2022. Cash and cash equivalents, other receivables are subject to immaterial credit loss.

26 Financial risk management (continued)

Financial risk factors (continued)

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash to finance the Co-operative's operations. The Co-operative manages the liquidity risk by maintaining a level of cash and cash equivalents deemed adequate to finance the Co-operative's operations. The Co-operative's surplus finds are also managed centrally by placing them with reputable financial institutions on varying maturities.

The table below analyses the maturity profile of the Co-operative's financial liabilities based on contractual undiscounted cash flows.

	2023	**2022**
	$	**$**
Less than 1 year		
Subscription capital	**15,722,379**	21,506,442
Specific deposits	**26,750,475**	28,295,594
Other payables	**194,525**	109,231
	42,667,379	49,911,267

(d) Fair value measurements

The following table presents assets and liabilities measured at fair value and classified by level of the following fair value measurement hierarchy:

(i) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);

(ii) inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (is as prices) or indirectly (i.e. derived from prices) (Level 2); and

(iii) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

	Level 1	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Financial assets, at FVOCI				
2023	**44,724,184**	**-**	**575,979**	**45,300,163**
2022	44,157,003	-	901,080	45,058,083

There were no transfer between Levels 1 and 2 during the financial year.

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Co-operative is the current bid price. There instruments are included in Level 1.

The fair value of financial instruments that are not traded in an active market (e.g. over-the counter derivatives) is determined by using valuation techniques. For unquoted investments, it is not practicable to determine the fair values because of the lack of quoted market prices and the assumptions used in valuation models to value these investments cannot be reasonably determined. These instruments are classified as Level 3.

The carrying amount receivables and payables are assumed to approximate their fair values.

26 Financial risk management (continued)

Financial risk factors (continued)

(e) Financial instruments by category

The carrying amounts of different categories of financial instruments is disclosed as follows:

	2023 $	2022 $
Financial assets, at FVOCI	**45,300,163**	45,058,083
Financial assets at amortised cost	**9,432,327**	13,909,285
Financial liabilities at amortised cost	**42,667,379**	49,911,267

27 New of revised accounting standards and interpretations

Certain new accounting standards, amendments and interpretations to existing standards that have been published are mandatory for the Co-operative's accounting periods beginning on or after 1 January 2024. The Co-operative does not expect that the adoption of those accounting standards and interpretations will have a material impact on the Co-operative's financial statements.

DISTRIBUTION OF PROFIT 2023

PROFIT AND LOSS ACCOUNT

The Gross Profit for the year ended 31 December 2023 was S$864,857. The Committee of Management proposed a dividend of 3.85% and distributes as follows: -

	2023 S$	2022 S$
Central Co-operative Fund – 5% (2022: 5%)	**25,000**	18,731
Central Co-operative Fund – 20% (2022: 20%)	**72,971**	-
Honorarium to COM	**17,200**	17,580
Common Good Fund	**50,000**	-
3.85% Dividend on Subscription at 31.12.2023 (2022: 1.57%)	**605,312**	337,414
To Accumulated Fund	**94,374**	895
Gross Profit for the year	**864,857**	374,620

ESTIMATED EXPENDITURE 2024

EXPENDITURE

	2024 S$	2023 S$
Staff Salary (plus CPF)	**265,000**	265,000
Depreciation & Maintenance of Computer System	**180,000**	180,000
Audit Fee	**12,000**	10,000
Printing & Stationery	**3,000**	3,000
AGM Expenses	**50,000**	20,000
Sundry Expenses	**4,000**	4,000
Transport	**500**	500
Dental Expenses	**540**	540
Training	**10,000**	10,000
Insurance	**10,000**	10,000
Hardware/Software Upgrade	**50,000**	25,000
Contingencies Expenses	**10,000**	10,000
Interest on Specific Deposit	**800,000**	800,000
Bank Charges	**2,000**	2,000
Provision for Bad & Doubtful Loan	**-**	-
Welfare Expenses	**3,000**	3,000
Total Estimated Expenditure for the year	**1,400,040**	1,343,040

COMMITTEE OF MANAGEMENT PROFILE

For a term of 3 years from 2023 to 2026 (ie 83rd to 86th AGM)

Name: Ang Hoe Kiat
Position: Chairman
Company: Fastco Asia
Designation: Head Business Development
Co-op Member Since: NA
Co-op COM Since: January 2012

Name: Chan Yim Han Emily
Position: Member, AC Member
SPHM Division: Marketing & Media Solutions
Designation: Manager Ad Ops
Co-op Member Since: Febuary 2001
Co-op COM Since: October 2014

Name: Han Poh Tin Marcus
Position: Member, AC Chairman
SPHM Division: Marketing & Media Solutions
Designation: Deputy Editor
Co-op Member Since: March 2006
Co-op COM Since: February 2011

Name: Latiff Bin Mohideen Ghani
Position: Member
SPHM Division: Production
Designation: Associate Engineering 2
Co-op Member Since: May 2004
Co-op COM Since: June 2007

Name: Lei Ivy
Position: Secretary
SPHM Division: SPHTech Group
Designation: Head Newsroom Operations
Co-op Member Since: March 2004
Co-op COM Since: August 2020

Name: Phua Yin Sin
Position: Treasurer
Company: Straits Times Co-operative Ltd
Designation: Manager
Co-op Member Since: NA
Co-op COM Since: January 2016

Name: Ramoo Tharmaretnam
Position: Member, AC Member
SPHM Division: Human Resources
Designation: Manager HR
Co-op Member Since: April 1994
Co-op COM Since: January 2022

Name: See Hwee Peng Stanley
Position: Vice Chairman
SPHM Division: SPHTech Group
Designation: Head Editorial Digital Products
Co-op Member Since: January 2004
Co-op COM Since: August 2018

Name: Tang Kah Yim Connie
Position: Assistant Secretary
SPHM Division: SPHTech Group
Designation: Asst Mgr Ops & Admin
Co-op Member Since: July 2004
Co-op COM Since: June 2021

TABLE SETTING OUT PROPOSED AMENDMENTS TO BY-LAWS

STRAITS TIMES CO-OPERATIVE LIMITED PROPOSED AMENDMENTS TO BY-LAWS

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
1	**NAME, ADDRESS AND AREA OF OPERATION**	**1**	**NAME, ADDRESS AND AREA OF OPERATION**	
1.1	The Co-operative shall be called the Straits Times Co-operative Limited.	1.1	The Co-operative shall be called the EsteeMedia Co-operative Ltd.	Change of name as requested by SPH Media Trust (SMT) Management to abstain from using SMT brand name "Straits Times or ST" as our Co-operative's name.
1.2	The registered address of the Co-operative shall be at 1000 Toa Payoh North, Singapore 318994. Every change of address shall be notified to the Registrar and to any non-members who may be creditors of the Co-operative.			
1.3	The area of operation of the Co-operative shall be in Singapore.			
2	**INTERPRETATION**	**2**	**INTERPRETATION**	
2.1	In these By-laws, unless the context otherwise requires–			
2.1(a)	"Act" means the Co-operative Societies Act (Cap 62) or any amendment thereto for the time being in force in Singapore;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
2.1(b)	"allowance" means the remuneration paid to a member of the Committee of Management of the Co-operative in consideration of his voluntary services rendered to the Co-operative on a regular basis pursuant to section 65 of the Act;			
2.1(c)	"audit committee" means the audit committee as prescribed in section 36 of the Act;			
2.1(d)	"By-laws" means the by-laws of the Co-operative;			
2.1(e)	"Central Co-operative Fund" means the fund established under section 71 of the Act;			
2.1(f)	"chief executive officer" means the highest-ranking executive appointed by the COM to run the affairs of the Co-operative;			
2.1(g)	"Committee of Management" or "COM" means the governing body (by whatever name called) which is responsible for the management of the affairs of the Co-operative;			
2.1(h)	"Common Good Fund" means a fund that is used for the benefit of the members of the Co-operative and may also be used for educational, medical, social or charitable purposes;			
2.1(i)	"deposit" means money received on current or deposit account and includes subscription capital, but does not include – (i) a deposit that is paid pursuant to a hire-purchase agreement or that is referable to the provision of services or to the giving of security; and (ii) such other deposit as may be prescribed;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
2.1(j)	"dividend" means a portion of the net surplus of the Co-operative distributed among the members in proportion to the paid-up subscription capital held by them in the Co-operative.			
2.1(k)	"employee" means an individual who is a staff of the Co-operative, whether or not under a contract of service with the Co-operative or appointed by the COM;			
2.1(l)	"General Reserve Fund" means a fund that is not marked for any specific purposes and it can serve as a buffer to absorb unanticipated losses which may arise from Co-operative's operations or investments.			
2.1(m)	"financial service" means receiving deposits, granting loans, or such other service of a financial nature as may be prescribed, other than in relation to the carrying on of insurance business within the meaning of the Insurance Act (Cap. 142);			
2.1(n)	"honorarium" means a portion of the net surplus of the Co-operative distributed among some or all of the members of the COM in consideration of their services which would not otherwise be remunerated;			
2.1(o)	"key employee" means an individual who holds any of the following appointments, or who purports to act in any of the following capacities, whether or not for reward – (i) a chief executive officer (whether called general manager or otherwise); (ii) chief operating officer; (iii) a chief financial officer;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	(iv) a chief investment officer; (v) an appointment analogous to any appointment mentioned in paragraph (i), (ii), (iii) or (iv);			
2.1(p)	“member" means any person duly admitted to the membership of the Co-operative in accordance with the By-laws;			
2.1(q)	“net surplus" means the remaining portion of the surplus after provisions have been made for the Central Co-operative Fund and the Singapore Labour Foundation in accordance with section 71 of the Act;			
2.1(r)	“officer" includes a chairman, vice-chairman, secretary, assistant secretary, treasurer, assistant treasurer, member of the COM, chief executive officer, member of any committee constituted under the By-laws, employee, internal auditor, liquidator or any other person empowered under the Act, the Rules or the By-laws to give directives with regard to the business of the Co-operative or to supervise such business;			
2.1(s)	“Registrar" means the Registrar of Co-operative Societies appointed under section 3(1) of the Act and includes a Deputy Registrar, an Assistant Registrar or a public officer appointed under section 3(1) of the Act, exercising such function, duty or power of the Registrar as is delegated to the Deputy Registrar, Assistant Registrar or public officer (as the case may be) under section 3(2) of the Act;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
2.1(t)	"Rules" means the Co-operative Societies Rules 2009 or any rules made under the Act for the time being in force in Singapore;			
2.1(u)	"Specific Deposit Account" means the account, pursuant to By-law 13.1 below, to which between 0% to 20% of every member's subscription will be automatically transferred as at 31st December of each year and "specific deposit" means the amount standing to the credit of the Specific Deposit Account at any time;			
2.1(v)	"subscription capital" means a regular obligatory savings deposit made by members which is intended to serve as guarantee capital for loans taken or guaranteed by a member and which may not be withdrawn except for such specific purposes and under such conditions as are laid down in the By-laws or except on a termination of membership;			
2.1(w)	"surplus" means the economic results of the Co-operative as shown in the audited financial statements of the Co-operative after provisions have been made for depreciation and bad debts.			
		2.1(x)	"virtual meeting technology" means any technology that allows a person to participate in a meeting without being physically present at the place of meeting.	Amendments per model by-laws of 23 Jun 2023.
2.2	Where there is a reference to a number of clear days between 2 events, that number of days is exclusive of the days on which those 2 events happen.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
2.3	Words importing the masculine gender shall include the feminine gender and words importing the singular shall include the plural.			
3	**OBJECTS**	**3**	**OBJECTS**	
3.1	The objects of the Co-operative shall be–			
3.1(a)	to promote the economic interest of its members;			
3.1(b)	to encourage thrift, co-operation, self-help and mutual assistance amongst its members;			
3.1(c)	to provide financial service to members;			
3.1(d)	to establish and operate such co-operative schemes, ventures and projects.			
3.2	In furtherance of these objects, the Co-operative shall be at liberty–			
3.2(a)	to appoint or to act as representatives and agents for the purpose of carrying on the business of the Co-operative;			
3.2(b)	to invest the funds of the Co-operative in accordance with section 69 of the Act;			
3.2(c)	to raise funds by obtaining loans from the members and non-members and deposits from members and their immediate family members subject to the Act and the By-laws;			
3.2(d)	to purchase, lease, rent, hire, hold, develop, mortgage, sell or otherwise acquire, deal with or dispose of such movable or immovable properties or any portion thereof as may be required for use as shops, offices or for any other purposes of the Co-			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	operative for the conduct of its business and the welfare of the co-operative movement;			
3.2(e)	to frame administrative policy and rules and such other regulations as may be required for the proper conduct of the Co-operative's business;			
3.2(f)	to do all other things as may be necessary, incidental or conducive to the attainment of any of the objects of the Co-operative; and			
3.2(g)	to make donations to such charitable organizations or for such charitable purposes as the COM may decide from time to time.			
4	**MEMBERSHIP**	**4**	**MEMBERSHIP**	
4.1	Membership of the Co-operative shall be open to all full-time permanent employees of SPH Media Trust Group and its subsidiary companies with effect from 1 December 2021. Members from Singapore Press Holdings Group and Times Publishing Group and their subsidiary companies, will have their membership extended to 31 December 2021 provided these members continue to provide salary deductions under the human resource special arrangement from October to December 2021.			
	An individual person applying for the membership of the Co-operative shall:-			
4.1 (a)	be 16 years of age or above;			
4.1 (b)	be citizens of or residents in Singapore;			
4.1 (c)	be of good character;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
4.1(d)	not already be a member of any other credit society whose primary object is to grant loans to its members;			
4.1 (e)	not be undischarged bankrupts; and			
4.1 (f)	not be convicted of an offence punishable with imprisonment.			
4.2	Application for membership shall be submitted on-line or in a form prescribed by the COM and shall be accompanied by payment of entrance fee of $5, provided that such payment shall be refunded where an application for membership has been rejected.	4.2	Application for membership shall be submitted on-line or in a form prescribed by the COM and shall be accompanied by payment of entrance fee of $10 ~~$5~~, provided that such payment shall be refunded where an application for membership has been rejected.	Amendment to increase entrance fee from $5 to $10 for new members due to inflationary operating cost and banking charges.
4.3	The COM shall have power to approve or reject any application without assigning any reason therefor provided that an applicant so rejected may appeal in writing to a general meeting of the Co-operative.			
4.4	For the admission to membership by the general meeting a majority of two-thirds of those voting shall be necessary.			
4.5	The approval or rejection of any application shall be notified to such applicant without delay.			
4.6	No member shall exercise any of the rights of a member unless he has made such payment to the Co-operative in respect of membership as prescribed in the By-laws.			
4.7	Every member who has been admitted to the membership of the Co-operative shall, on payment of the entrance fee be deemed to have acquired all the			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	rights, duties and liabilities of a member of the Co-operative as laid down in the By-laws.			
4.8	Every member shall undertake to furnish the Co-operative with a full and true statement of his liabilities and assets at the time of his application for a loan, whenever required to do so.			
4.9	Every member shall, on admission, be given access to the ST Co-operative website to refer to the By-laws and individual Financial Statements.			
4.10	The Co-operative must–			
4.10(a)	provide to each member, within 6 months after the close of each financial year, a statement of accounts via ST Co-operative website containing particulars of each financial transaction between that member and the Co-operative in that financial year.			
4.10(b)	within 10 working days after receiving a member's request, provide to the member a statement of accounts (in hardcopy form or electronic form) containing particulars of each financial transaction between that member and the Co-operative within 6 months preceding the date of receipt of the member's request.			
4.11	Every member may in writing nominate one person in the presence of at least two witnesses to whom sums due to him shall be paid on his death.			
4.12	Every member shall keep the Co-operative informed of any change in his address. All notices posted or sent to his last known address shall be deemed to have been duly served.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
4.13	Every member shall, unless otherwise disqualified under the Act or the By-laws, have the right to–			
4.13(a)	avail himself of all services of the Co-operative;			
4.13(b)	stand for election to office;			
4.13(c)	be co-opted to hold office in the Co-operative;			
4.13(d)	participate at a general meeting; provided that he is not in default to the Co-operative; and			
4.13(e)	enjoy all other rights provided under the By-laws.			
4.14	The liability of a member, present or past, shall not exceed the nominal value of the subscription by him. The liability of a past member for the debts of the Co-operative shall cease on the date on which he ceased to be a member.			
4.15	The estate of a deceased member, who is not a past member to whom By-law 4.14 applies, shall not be liable for debts of the Co-operative as they existed on the date of his death.			
4.16	Membership shall cease by–			
4.16(a)	resignation subject to By-law 4.17, 4.18 and 4.19;			
4.16(b)	permanent removal of residence beyond Singapore;			
4.16(c)	termination of membership or resignation of service or official retirement from SPH Media Trust Group and its subsidiary companies;	~~4.16(c)~~	~~termination of membership or resignation of service or official retirement from SPH Media Trust Group and its subsidiary companies;~~	Removed as no longer required. Membership will not be terminated due to resignation or official retirement from SPH Media Trust Group.

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
4.16(d)	conviction of an offence punishable with imprisonment;	~~4.16(d)~~	~~conviction of an offence punishable with imprisonment;~~	Removed to follow the model by laws of 23 Jun 2023.
4.16(e)	bankruptcy;	~~4.16(e)~~	~~bankruptcy;~~	Removed to follow the model by laws of 23 Jun 2023.
4.16(f)	expulsion subject to By-law 4.22 and 4.23; or	4.16(c)	expulsion subject to By-law 4.21~~2~~ and 4.22~~3~~; or	Renumbered.
4.16(g)	death.	4.16(d)	death.	Renumbered.
4.17	Any member, who is not liable to the Co-operative may resign from the Co-operative on giving 3 months' notice of resignation in writing. The COM may accept a shorter notice of resignation at its discretion. The effective date of cessation of membership by resignation shall be upon the expiry of the 3 months' notice or such shorter notice accepted by the COM, as the case may be. During the period of notice, such member shall not be eligible to vote or to incur fresh liabilities with the Co-operative.			
4.18	Any member, who is indebted to the Co-operative either as borrower or surety, may give notice of his intention to resign from the Co-operative. Such notice shall be invalid unless he is free from all liabilities to the Co-operative either as borrower or surety.			
4.19	Any member, who at the time of submitting his resignation is indebted to the Co-operative as borrower and whose total subscription and specific deposit are equal to or greater than the amount of loan outstanding, may be allowed to offset this			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	amount against the said subscription and specific deposit and the balance, if any, shall be paid to him.			
4.20	On the cessation of membership by permanent removal of residence beyond Singapore, termination or resignation or official retirement from service or death, the amount due to the member after deduction of any amount owed by him to the Co-operative shall be paid to him, his nominee or his legal personal representative, as the case may be, at once without profits.	4.20	On the cessation of membership by resignation or permanent removal of residence beyond Singapore or ~~termination or~~ expulsion ~~or official retirement from service~~ or death, the amount due to the member after deduction of any amount owed by him to the Co-operative shall be paid to him, his nominee or his legal personal representative, as the case may be, at once without profits.	Amendments as membership will not be terminated due to resignation or official retirement from SPH Media Trust Group.
4.21	If a member is dismissed or removed from his employment or is declared a bankrupt, he shall be deemed to have ceased to be a member of the Co-operative.	~~4.21~~	~~If a member is dismissed or removed from his employment or is declared a bankrupt, he shall be deemed to have ceased to be a member of the Co-operative.~~	Removed as no longer required.
4.22	The Committee shall have power, without reference to the general meeting, to expel any member whose payments to the Co-operative are more than two months in arrears or may at their discretion, impose a fine of at least $50 for every month or as determined by the COM in which a member is more than two months in arrears provided the member has been given a written notice of the intention to expel him or to impose such fine on him and that he has been given a reasonable opportunity to show cause why he should not be expelled or fined.	4.21	The Committee shall have power, without reference to the general meeting, to expel any member whose payments to the Co-operative are more than two months in arrears or may at their discretion, impose a fine of at least $50 for every month or as determined by the COM in which a member is more than two months in arrears provided the member has been given a written notice of the intention to expel him or to impose such fine on him and that he has been given a reasonable opportunity to show cause why he should not be expelled or fined.	Renumbered.
4.23	A member who contravenes any of the provisions of the Act, the Rules or the By-laws or acts in any way detrimental to the interests of the Co-operative may be expelled by of not less than two-thirds of the members present and voting at a general meeting	4.22	A member who contravenes any of the provisions of the Act, the Rules or the By-laws or acts in any way detrimental to the interests of the Co-operative may be expelled by of not less than two-thirds of the members present and voting at a general meeting	Renumbered.

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	upon a charge of which he is informed in writing by the COM at least one week before the meeting.		upon a charge of which he is informed in writing by the COM at least one week before the meeting.	
4.24	The net amount standing to the credit of an expelled member, shall only be refunded to him after the date of the expulsion. An expelled member shall not be entitled to any dividend or interest for the year in which his expulsion took place.	4.23	The net amount standing to the credit of an expelled member, shall only be refunded to him after the date of the expulsion. An expelled member shall not be entitled to any dividend or interest for the year in which his expulsion took place.	Renumbered.
5	**GENERAL MEETING**	**5.**	**GENERAL MEETING**	
5.1	The supreme authority of the Co-operative shall be vested in the general meeting of members, at which every member has a right to attend and to vote provided always that he is not in default to the Co-operative. No member shall vote on any matter in which he is individually interested.			
5.2	There shall be 2 types of general meetings, Annual General Meeting and Extra-Ordinary General Meeting.			
		5.2(a)	The Co-operative may hold a general meeting – (i) at a physical place; (ii) at a physical place and using virtual meeting technology; or (iii) using virtual meeting technology only. Where the Co-operative holds a general meeting under paragraph (1)(b) or (1)(c), the general meeting may be held without any number of those participating in the general meeting being together at the same place.	Amendments per model by-laws of 23 Jun 2023.

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
		5.2(b)	The COM may determine the format under paragraph (1) and the virtual meeting technology used for the general meeting, subject to any restrictions duly laid down in a general meeting or in these By-laws.	Amendments per model by-laws of 23 Jun 2023.
		5.2(c)	Where a general meeting is held (whether wholly or partly) using virtual meeting technology; (i) a reference in these By-laws to any person present at, or attending, the general meeting includes a person who attends the general meeting using virtual meeting technology; (ii) a reference in these By-laws to the vote of, or voting by, a person at the general meeting includes a vote or voting by electronic means or any other means permitted by these By-laws; (iii) a reference in these By-laws to the right of a person to vote at a general meeting includes the right of a person present by virtual meeting technology to vote by electronic means or any other means permitted by these By-laws; and (iv) a reference in these By-laws to members present at a general meeting being at liberty to discuss any matter includes the discussion by members present by virtual meeting technology of the matter by any means of synchronous communication that the COM may determine.	Amendments per model by-laws of 23 Jun 2023.

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
5.3	An Annual General Meeting shall be convened by the COM and shall be held as soon as practicable but not later than 6 months after the end of the financial year, unless the approval of the Registrar has, within the said period of 6 months, been obtained to extend that period.			
5.4	An Extra-Ordinary General Meeting shall be convened by the COM whenever it thinks fit, or on receipt of a requisition for such a meeting signed by at least 20% or 60 of the members of the Co-operative, whichever is the less, stating the objects of the meeting.			
5.5	If the COM fails to convene a meeting in accordance with By-law 5.4 within one month after receiving the requisition for the meeting, the members making the requisition shall have power to convene the meeting themselves by notice to all members of the Co-operative stating the objects of the meeting and the fact that the COM has failed to convene the meeting.			
5.6	The Registrar or his representative may at any time convene a Special General Meeting and may also direct what matters shall be discussed at the meeting.			
5.7	Notice of every general meeting shall be sent to each member entitled to attend the meeting at least 15 clear days prior to the date of the general meeting. The notice shall state the matters for discussions and the resolutions to be proposed and no other subject shall be discussed without the consent of the majority of the members present and voting at such general meeting.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
5.8	A copy of each of the following documents must be made available to every member entitled to attend the annual general meeting, at least 15 clear days before the meeting–			
5.8(a)	the Co-operative's annual report, audited financial statements and audit report mentioned in section 34(1) of the Act, including every document required under the Act to be attached to those reports and statements; and			
5.8(b)	such other document as the Registrar thinks necessary and directs to be made available.			
5.9	The functions of the Annual General Meeting shall be–			
5.9(a)	to confirm the minutes of the last Annual General Meeting and any other intervening general meeting;			
5.9(b)	to consider the Auditor's report, the report of the COM and any report made by the Registrar or his representative;			
5.9(c)	to approve the financial statements;			
5.9(d)	to consider and resolve the manner in which any available net surplus shall be distributed or invested subject to the provisions of the Act and the By-laws;			
5.9(e)	to consider and adopt any amendments to the By-laws;			
5.9(f)	to elect or remove members of the COM;			
5.9(g)	to appoint the External Auditors;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
5.9(h)	to consider and authorise the payment of allowance or honorarium and provision of other benefits subject to By-law 6.31;			
5.9(i)	to consider and determine the maximum amount the Co-operative may borrow, subject to the provisions of the Act and the By-laws;			
5.9(j)	to write off bad debts; and			
5.9(k)	to transact any other general business of the Co-operative of which due notice has been given to the members.			
5.10	No business shall be transacted at any general meeting unless a quorum of members (or delegates) is present. The quorum necessary for such transaction shall be 20% or 30 of all members qualified to vote, whichever is less.			
5.11	If a quorum is not present within 30 minutes after the time fixed for a general meeting, the members (or delegates) present shall form a quorum, except that a general meeting with such reduced quorum shall not have the power to amend the By-laws and any resolution passed at the meeting shall not be valid unless it is passed with a majority of two-thirds of the members present.			
5.12	Each individual member shall have only one vote, irrespective of the amount of the subscription capital he holds and that vote shall be exercised in person and not by proxy.			
5.13	Except as otherwise provided in the Act or in these By-laws, a question referred to the members present at a general meeting shall be decided by a majority			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	of votes. In the case of an equality of votes, the motion shall be held to be lost. The chairman shall have no casting vote. In the case of election or removal of officers, voting shall be by secret ballot.			
5.14	Where it is provided in the Act or in the By-laws that a resolution shall be passed by not less than a prescribed majority of the members present and voting at a general meeting, the resolution shall be deemed to be passed if not less than the prescribed majority of the total number of votes are cast in favour of the resolution.			
5.15	In the case of amendment of the By-laws, a resolution to amend the By-laws shall be passed either–			
5.15(a)	by not less than three-quarters of the total number of votes at the disposal of the members present and voting at a general meeting duly summoned; or			
5.15(b)	if a referendum is held, by not less than three quarters of the votes returned, provided that the voting papers have been sent to all members and that the number of returned votes is not less than one-third of the total membership or 500, whichever is the less, and the returned votes are examined and counted under the supervision of the Registrar.			
5.16	No By-law or amendment to a By-law of the Co-operative shall be valid until it has been registered by the Registrar.			
5.17	Subject to By-law 5.18, the By-laws and any amendment to the By-laws of the Co-operative shall, when registered, bind the Co-operative and the			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	members thereof to the same extent as if they were signed by each member and contained covenants on the part of each member for himself and his personal representatives to observe all the provisions of the By-laws.			
5.18	A member of the Co-operative shall not, without his consent in writing having been first obtained, be bound by any amendment of the By-laws registered after he became a member, if and so far as that amendment–			
5.18(a)	increases (in any other way) his liability to contribute to the subscription capital of the Co-operative;			
5.19	Minutes of the general meeting shall be endorsed by the COM within 60 days after the date on which that general meeting is held.			
5.20	After the minutes of the general meeting have been considered and confirmed at an Annual General Meeting, the COM shall cause those minutes to be entered in the minute book within 30 days after the date on which the Annual General Meeting is held.			
5.21	Minutes of the general meeting shall contain–			
5.21(a)	the number of members present at the meeting;			
5.21(b)	the name of the chairman who presided;			
5.21(c)	the time the meeting commenced and ended; and			
5.21(d)	all resolutions and decisions made at the meeting.			
5.22	The minutes of each meeting shall be read or shall be taken as read if previously circulated at the next meeting and shall, if confirmed or after amendment,			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	be signed by the chairman of that meeting and the secretary, and when so signed shall be evidence of anything contained therein.			
6	**COMMITTEE OF MANAGEMENT**	**6**	**COMMITTEE OF MANAGEMENT**	
6.1	The control of the affairs of the Co-operative shall be entrusted to a COM consisting of not less than 5 and not more than 11 individuals (each of whom need not be a member of the Co-operative).			
6.2	The COM shall comprise at least a majority of individuals who are independent of the Co-operative in the manner prescribed in the Rules.			
6.3	The nomination of candidates to the COM must be made on the nomination form prescribed by the Co-operative, which shall be available to candidates at the Co-operative's office or on its website. The completed nomination form must be signed by the candidate, his proposer and seconder. The proposer and seconder must be members of the Co-operative. The completed form must be submitted to the Co-operative on or before the deadline stipulated by the Co-operative.			
6.4	All members of the COM shall be elected triennially at the Annual General Meeting of the Co-operative and shall be eligible for re-election unless otherwise restricted in these By-laws. All motions to table the election or re-election of a member of the COM must be supported by a member of the Co-operative and seconded by another member of the Co-operative, and the members of the Co-operative supporting			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	and/or seconding such motion shall not themselves be standing for election or re-election at the same Annual General Meeting. In addition, the proposer or seconder must have at least two years of membership with the Co-operative.			
6.5	A motion for the election of 2 or more individuals as members of the COM by a single resolution at a general meeting shall not be made unless a resolution that it shall be so made has first been agreed to by the meeting without any vote being given against it.			
6.6	A resolution passed in pursuance of a motion made in contravention of By-law 6.5 shall be void, whether or not its being so moved was objected to at the time.			
6.7	Where a resolution pursuant to a motion made in contravention of By-law 6.5 is passed, no provision for the automatic re-election of retiring members of the COM in default of another election shall apply.			
6.8	A motion for approving an individual's election, or for nominating an individual for election, must be treated as a motion for the individual's election.			
6.9	If, during the term of office of the COM, a vacancy occurs in the COM, the COM may, and if the number of members falls below 5, shall, co-opt an individual (who need not be a member of the Co-operative) to serve on the COM until the next general meeting of the Co-operative.			
6.10	The chairman, secretary, treasurer and other officers shall be elected by the members of the COM from			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	among themselves within seven days from the date of the general meeting.			
6.11	The COM may appoint, at any time and whether or not there is any vacancy in the COM, up to 2 individuals (each of whom need not be a member of the Co-operative) to serve in the COM until the next general meeting of the Co-operative. The appointment must be approved by a majority of all of the existing members of the COM.			
6.12	An individual is not eligible for membership of the COM, to be a key employee, or remain a member of the COM or a key employee–			
6.12(a)	if he is under 21 years of age;			
6.12(b)	if he is not - (i) a citizen of Singapore; or (ii) subject to section 60(2) of the Act, he is not resident in Singapore; except with approval of the Registrar;			
6.12(c)	if he is an undischarged bankrupt (whether he was adjudicated bankrupt by a Singapore court or a foreign court having jurisdiction in bankruptcy);			
6.12(d)	Except with Registrar's written approval, if he has been convicted, whether in Singapore or elsewhere, of any offence (not being an offence under the Act) involving fraud or dishonesty.			
6.12(e)	If he has been convicted of an offence under the Act;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
6.12(f)	If he has been dismissed as an employee of a Co-operative; or			
6.12(g)	except with the Registrar's written approval, if he has previously been removed by the Registrar from the COM of any Co-operative, or suspended by the Registrar, under section 94(1) or 94A(1) of the Act;			
6.12(h)	he becomes ineligible under any of the By-laws;			
6.12(i)	he has been found to have previously misused or mismanaged the funds of a co-operative;			
6.12(j)	he has an outstanding loan in excess of his own paid-up subscription capital and specific deposit; or			
6.12(k)	he has been a member for less than one (1) year.			
6.13	The COM shall suspend a member of the COM or a key employee from being a member of the COM or a key employee, respectively, if any proceedings are instituted against the member of the COM or the key employee in respect of any offence involving fraud or dishonesty.			
6.14	Except with the Registrar's written approval, an individual is not eligible to be re-elected or co-opted as a member of the COM, if the individual fails to complete such training, or comply with such other requirements, as may be specified in the Rules within such time as may be specified in the Rules.			
6.15	A member of the COM shall cease to hold office if–			
6.15(a)	he becomes ineligible for membership of the COM in accordance with By-law 6.12.			
6.15(b)	he passes away;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
6.15(c)	he becomes legally or mentally unsound;			
6.15(d)	he gives notice of resignation to the COM;			
6.15(e)	he is removed by a general meeting; or			
6.15(f)	he fails to be present at three consecutive meetings of the COM without satisfactory reasons acceptable to the COM.			
6.16	A member of the COM, who resigns under By-law 6.15(d) shall not be eligible for election to the COM until after an interval of not less than one year.			
6.17	A member of the COM who ceases to be a member under By-law 6.15(e) or (f) shall not be eligible for election until after an interval of not less than two years.			
6.18	The COM shall have power to appoint committees or sub-committees from among themselves or the employees or members of the Co-operative to be in charge of the daily efficient functioning of the Co-operative or for any other purposes, which it may deem fit.			
6.19	The COM shall represent the Co-operative before all competent public authorities and in all dealings and transactions with third persons, with power to institute or defend suits brought in the name of or against the Co-operative and, in general, direct and supervise the business and property of the Co-operative and shall exercise all the necessary powers to ensure the full and proper administration and management of the affairs of the Co-operative, except those powers reserved for the general			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	meeting of members and subject to any restrictions duly laid down in a general meeting or in the By-laws.			
6.20	Without limiting the generality of By-law 6.19, the duties and powers of the COM are–			
6.20(a)	to consider and approve or reject applications for membership of the Co-operative;			
6.20(b)	to call for and regularly examine reports from committees or sub-committees or officers or employees which will disclose the true position of the Co-operative, its operations and financial conditions;			
6.20(c)	to appoint committees or sub-committees;			
6.20(d)	to keep members informed of the progress of the Co-operative and encourage interest and a sense of ownership on the part of the members;			
6.20(e)	to present to the Annual General Meeting of the Co-operative an annual report on the activities of the Co-operative during the preceding financial year, together with the audited financial statements of the Co-operative, and the auditor's report for the year, and such other documents as the Registrar may direct;			
6.20(f)	to prepare and present to the Annual General Meeting of the Co-operative a proposal for the distribution of any net surplus accrued during the preceding financial year, in accordance with the Act and the By-laws;			
6.20(g)	to make a report to the Annual General Meeting of the work of the COM during the preceding financial year with such recommendations as they deem			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	necessary to maintain or improve the service provided by the Co-operative to members;			
6.20(h)	to consider and take immediate action on matters reported by the Registrar, the audit committee or the auditor;			
6.20(i)	to exercise any or all the powers conferred in these By-laws;			
6.20(j)	to sanction additional expenditure up to a maximum, as may be prescribed by members at a general meeting, in excess of the approved budget for any one year; and			
6.20(k)	to carry on the business of the Co-operative generally and to frame rules for the conduct of such business as may be necessary.			
6.21	A full and correct record shall be kept of all proceedings of the COM in carrying out its duties, and the records shall be available for inspection by the Registrar and by the auditor.			
6.22	The COM may appoint, on such terms and conditions as it thinks fit, a chief executive officer to administer and manage the affairs of the Co-operative and may employ such other persons as it considers necessary to assist the chief executive officer in the discharge of his duties. Where a full-time chief executive officer is appointed, all or any of the duties of the secretary or treasurer, or both may be delegated to such chief executive officer. Where all duties of the secretary or treasurer, or both are so delegated, the Co-operative may operate without electing a secretary or treasurer, or both.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
6.23	The COM shall meet as often as the business of the Co-operative may require and in any case not less frequently than once in every three months. Notice of every meeting of the COM shall be sent to each member of the COM at least 7 clear days prior to the date of the meeting.			
6.24	The quorum for a meeting of the COM shall be half of the number of its members. Decisions shall be taken on a simple majority of votes. The chairman shall have no casting vote. No member of the COM shall vote on any matter in which he is individually interested.			
6.25	Minutes of COM meetings shall be recorded by the secretary in the minute book within 60 days after the date on which the meeting is held and shall include–			
6.25(a)	the number and names of those present;			
6.25(b)	the name of the chairman of the meeting; and			
6.25(c)	a brief record of business done and decisions taken including whether each decision was taken unanimously or by a majority.			
6.26	In the conduct of the affairs of the Co-operative, a member of the COM shall at all times act honestly and use reasonable diligence in the discharge of the duties of his office.			
6.27	No member of the COM shall, during their term of office, be granted loans in excess of their paid-up subscription. He shall not be allowed to stand as a surety for any loan.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
6.28	A member of the COM who is in any way, whether directly or indirectly, interested in a transaction or proposed transaction with the Co-operative shall as soon as practicable after the relevant facts have come to his knowledge declare the nature and extent of his interest at a meeting of the COM.			
6.29	A member of the COM who holds any office or possesses any property whereby, whether directly or indirectly, duties or interests might be created in conflict with his duties or interests as a member of the COM shall declare at a meeting of the COM the fact and nature, character and extent of the conflict. The declaration shall be made–			
6.29(a)	after he becomes a member of the COM; or			
6.29(b)	if he is already a member of the COM, then after he commenced to hold office or to possess the property, as the case requires.			
6.30	The secretary shall record every declaration made pursuant to By-laws 6.28 and 6.29 in the minutes of the meeting at which the declaration was made.			
6.31	Where the COM has appointed a person as a chief executive officer or a committee or sub-committee to administer and manage the affairs of the Co-operative, such appointment shall not absolve the COM from its responsibility for the proper direction of the affairs of the Co-operative.			
6.32	A member of the COM, who is not an employee of the Co-operative, may receive an honorarium or allowance (but not both) and other benefits from the Co-operative, provided that the payment of such			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	honorarium or allowance and the provision of any such benefits have been authorised by a resolution to that effect passed by a general meeting of the Co-operative.			
6.33	The duties of the chairman shall include the following–			
6.33(a)	To provide leadership to the COM as to how its functions and responsibilities should be carried out;			
6.33(b)	to preside at all general meetings of the Co-operative and all meetings of the COM;			
6.33(c)	to exercise general supervision over the officers and employees of the Co-operative;			
6.33(d)	to represent the Co-operative for any purposes as the COM may decide;			
6.33(e)	to certify or sign appropriate documents, returns and statements required under the Act, the Rules, the By-laws or any direction of the COM; and			
6.33(f)	to perform such other duties specified in these By-laws or entrusted to him by the COM.			
6.33(g)	In the absence of the chairman, his duties shall be carried out by the vice-chairman or in the absence of both the chairman and the vice-chairman, by any other person elected by a majority of those present at that meeting.			
6.34	The duties of the secretary shall include the following–			
6.34(a)	to maintain, correctly and up-to-date, all the records, papers and registers of the Co-operative;			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
6.34(b)	to keep an inventory of the property belonging to the Co-operative;			
6.34(c)	to sign on behalf of the COM and conduct its correspondence;			
6.34(d)	to summon and attend the general meetings and meetings of the COM and to record the proceedings of such meetings in a minutes book;			
6.34(e)	to submit all minutes of meetings and such information, returns and statements required under the Act or called for by the Registrar within the prescribed period; and			
6.34(f)	to conduct the ordinary business of the Co-operative and perform all the duties entrusted to him by the COM or specified in these By-laws.			
6.35	The duties of the treasurer shall include the following–			
6.35(a)	to take charge of all financial transactions of the Co-operative including all moneys received by the Co-operative from a bank, members or others and to make disbursements in accordance with the directions of the COM;			
6.35(b)	to prepare or cause to be prepared all receipts, vouchers, financial statements and documents required by the By-laws or called for by the COM;			
6.35(c)	to be responsible for the proper and punctual keeping of all the accounts and books of accounts of the Co-operative; and			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
6.35(d)	to perform all the duties entrusted to him by the COM or specified in these By-laws.			
6.36	The duties of the chief executive officer shall include the following–			
6.36(a)	to manage the business and property of the Co-operative;			
6.36(b)	to attend all meetings of the Co-operative and of the COM and to carry out all the instructions of the COM;			
6.36(c)	to record or cause to be recorded the whole of the transactions of the Co-operative in the books prescribed for that purpose; and			
6.36(d)	to perform all or any of the duties of the secretary or treasurer as may be entrusted to him by the COM.			
6.37	The offices of chairman and chief executive officer shall not be held by one and the same person.			
6.38	Where the COM appoints a person as a chief executive officer of the Co-operative, the duties of the secretary or the treasurer of the Co-operative may be modified or altered by the COM, taking into account the duties assigned by the COM to the chief executive officer.			
7	**FUNDS OF THE CO-OPERATIVE**	**7**	**FUNDS OF THE CO-OPERATIVE**	
7.1	The funds of the Co-operative shall consist of–			
7.1(a)	subscription capital;			
7.1(b)	members' deposits;			
7.1(c)	Common Good Fund; and			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
7.1(d)	General Reserve Fund.			
7.2	The use of the Co-operative's funds shall be in line with the objects of the Co-operative.			
7.3	The minimum subscription per month shall be $10.00, and shall not exceed 25% of the basic salary or such other amount as determined by the COM, whichever is lower. The rate of subscription shall not be changed more than twice in any one financial year without the consent of the COM. All increases in the rates of subscription shall be notified to the Co-operative during the first half of the year not later than 20th of each month (application without payslip will NOT be processed) and no further increase in monthly subscription would be allowed during the second half of the year up to 31st December.			
7.4	Every member may subscribe to such savings schemes as the COM may from time to time introduce. The COM shall adopt such rules and regulations governing savings schemes as it may deem fit.			
7.5	All monthly payments due to the Co-operative by members shall be recoverable by deduction from the monthly salary through their respective employers who shall forward all sums deducted to the Co-operative.	7.5	All monthly payments due to the Co-operative by members shall be recoverable by deduction from the monthly salary through their respective employers who shall forward all sums deducted to the Co-operative or with the approval of the COM, collected through GIRO.	Amendments to allow for monthly payments to be collected through GIRO.
7.6	Every member shall agree to the deduction of all payments due to the Co-operative by his employer and shall sign for the full amount of his salary as if such deduction has not been made.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
7.7	Notice in writing shall be given of the withdrawal leaving minimum $10/- to continue as a membership. Member will receive cheque or amount be credited to the members bank account within two weeks. A member may not withdraw any subscription capital and/or specific deposit held by him with the Co-operative unless he is free from all liabilities to the Co-operative either as borrower or as surety.			
7.8	The Committee shall have discretion to accept or to refuse such withdrawal as referred to in By-law 7.7.			
7.9	A member may be eligible to apply for a loan from the Co-operative under such terms and conditions as the COM may from time to time adopt.			
8	**FINANCIAL MATTERS**	**8**	**FINANCIAL MATTERS**	
8.1	The financial year of the Co-operative shall begin on 1st January and end on 31st December.			
8.2	The Co-operative shall contribute–			
8.2(a)	5% (or any other rate as may be prescribed in the Rules) of the first $500,000 of the surplus resulting from the operations of the Co-operative during the preceding financial year to the Central Co-operative Fund; and			
8.2(b)	20% (or any other rate as may be prescribed in the Rules) of any surplus in excess of $500,000 of the surplus resulting from the operations of the Co-operative during the preceding financial year to the Central Co-operative Fund or the Singapore Labour Foundation as the Co-operative may opt.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
8.3	The remainder of the surplus of the Co-operative may be distributed in one or more of the following ways at the discretion of the general meeting–			
8.3(a)	subject to section 72(2) of the Act, by payment of a dividend not exceeding 10% pro rata on the amount of shares, subscription and bonus shares held by members as at the end of the financial year for which the net surplus is distributed;			
8.3(b)	by payment of honoraria to some or all of the members of the COM in consideration of their services which would not otherwise be remunerated subject to section 65(1) of the Act and By-law 6.32;			
8.3(c)	by contribution to a Common Good Fund;			
8.3(d)	by contribution to a General Reserve Fund;			
8.3(e)	in any other manner as approved by the general meeting in accordance with the provisions of the Act and these By-laws.			
8.4	A member whose name appeared in the book of the Co-operative on the last day of the financial year shall be eligible to draw dividend when declared subject to any restrictions imposed in these By-laws.			
8.5	Dividend shall be paid by cheque or credited to the member's bank account unless the COM decides to credit such dividend to his savings or specific deposit account.			
8.6	The COM shall open or cause to be opened in the name of the Co-operative such account with any bank registered under the Banking Act to which all monies received shall be deposited.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
8.7	The signing mandate for payments via cheque or online banking platform shall be–			
8.7(a)	All cheques or payments made via online banking platform shall be signed by any three signatories authorised by the COM for this purpose.			
8.8	Receipts shall be issued for all monies paid to the Co-operative. All receipts shall be signed by the Treasurer or any other member of the COM authorised by the COM for this purpose.			
8.9	The Co-operative shall as soon as practicable but not later than 6 months after the close of the financial year, submit to the Registrar one copy of the audited financial statements of the Co-operative and the audit report of that year.			
8.10	The Co-operative shall not grant a loan to any person except a member of the Co-operative.			
8.11	The Co-operative shall have power to take loans from non-members, provided that the Co-operative shall determine from time to time at a general meeting the maximum liability which it may incur in loans from non-members. The Co-operative shall obtain approval from the Registrar on the maximum liability which it may incur in loans from non-members.			
8.12	The Co-operative shall have power to take loans or deposits from members and their immediate family members provided that the Co-operative shall determine from time to time at a general meeting the maximum liability which it may incur in loans or			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	deposits from members and their immediate family members.			
8.13	The Registrar may, at any time, reduce either or both of the maximum liabilities determined under By-laws 8.11 and 8.12 or impose such conditions (either or both of the maximum liabilities as the Registrar thinks necessary.			
8.14	The immediate family members referred to in these By-laws are as prescribed in the Rules.			
8.15	The COM shall from time to time authorise the maximum amount of cash which may be retained by any officer at any one time.			
9	**BOOKS, DOCUMENTS AND SEAL OF THE CO-OPERATIVE**	**9**	**BOOKS, DOCUMENTS AND SEAL OF THE CO-OPERATIVE**	
9.1	The following books and documents shall be kept–			
9.1(a)	Register of Members and Nominees;			
9.1(b)	Register of Subscription Capital and Specific Deposits;			
9.1(c)	Cash Book;			
9.1(d)	Journals and ledgers;			
9.1(e)	Inventory of Co-operative's Assets;			
9.1(f)	Minutes Books;			
9.1(g)	Loan and Deposit Register;			
9.1(h)	Copy of the Act, the Rules and the By-laws;			
9.1(i)	Administrative policies and rules governing the different funds of the Co-operative; and			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
9.1(j)	any other books and documents that may be found necessary or prescribed by the Registrar.			
9.2	The Co-operative shall keep a copy of the Act, the Rules, the By-laws and a list of members open to inspection by its members free of charge, at all reasonable time at the registered address of the Co-operative.			
10	**AUDITORS**	**10**	**AUDITORS**	
10.1	Subject to section 33(1) and (2) of the Act, the books and accounts of the Co-operative shall be audited by an external auditor at least once a year. The auditor shall inspect and audit the accounts and other relevant records of the Co-operative and shall forthwith draw the attention of the Registrar and the Co-operative to any irregularity disclosed by the inspection and audit that is, in his opinion, of sufficient importance to justify his so doing.			
10.2	The external auditor shall report–			
10.2(a)	whether the financial statements give a true and fair view of the financial transactions and the state of affairs of the Co-operative;			
10.2(b)	particulars of non-compliance with any accounting standard or requirement referred to in section 34(5) of the Act, the reasons and effects of the non-compliance, and such other information and explanation as will give a true and fair view of the financial transactions and the state of affairs of the Co-operative; and			
10.2(c)	such other matters arising from the audit as he considers should be reported.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
10.3	The external auditor shall state in his report whether–			
10.3(a)	proper accounting and other records have been kept;			
10.3(b)	the receipt, expenditure and investment of monies and the acquisition and disposal of assets by the Co-operative during the year have been in accordance with the Act, the Rules and these By-laws.			
10.4	The external auditor may at any other time report to the Registrar and the Co-operative upon any matters arising out of the performance of the audit.			
10.5	The external auditor has the right to appear and be heard at any meeting of the audit committee and shall appear before the audit committee when required to do so by the audit committee.			
10.6	The audit of the accounts shall include an examination of and report on overdue debts, if any, and an examination of and report on the valuation of assets and liabilities of the Co-operative.			
10.7	An external auditor shall have the powers prescribed under the Act. The appointment of the external auditor shall not exceed 5 consecutive years.			
10.8	Subject to By-law 10.11, two or more internal auditors shall be elected yearly by and from among members at the Annual General Meeting of the Co-operative.			
10.9	The functions of internal auditors shall include but not limited to–			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
10.9(a)	Review the adequacy and effectiveness of the Co-operative's internal controls;			
10.9(b)	Review the Co-operative's compliance with its By-laws and relevant regulatory requirements;			
10.9(c)	Review the Co-operative's compliance with its approved policies and processes;			
10.9(d)	Report to the audit committee the findings arising from the reviews; and			
10.9(e)	Provide recommendations to the audit committee on the possible corrective and preventive actions to address any findings from its reviews.			
10.10	An internal auditor may be paid an allowance by the Co-operative for the performance of his duties.			
10.11	The COM may recommend to the general meeting the appointment of any organisation or firm as internal auditor. If approved by the general meeting, the election of internal auditor under by -law 10.8 shall be dispensed with.			
11	**AUDIT COMMITTEE**	**11**	**AUDIT COMMITTEE**	
11.1	An audit committee shall be appointed by the COM and shall be composed of at least 3 individuals (who may but need not be members of the COM), each of whom must be independent of the Co-operative in the manner prescribed in the Rules. At least one member of the audit committee must process such qualifications, training or experience as may be prescribed in the Rules.			
11.2	If a member of the audit committee resigns, dies or for any other reason ceases to be a member with the			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	result that the number of members is reduced below 3, the COM shall, within 3 months of that event, appoint such number of new members as may be required to make up the minimum number of 3 members.			
11.3	The functions of the audit committee shall be:			
11.3(a)	to review – (i) with the external auditor, the audit plan; (ii) with the external auditor, his audit report; (iii) the assistance given by the officers of the Co-operative to the external auditor; (iv) the scope and results of the audit procedures; and (v) the financial statements of the Co-operative and, if any, the consolidated financial statements submitted by the Co-operative's subsidiary;			
11.3(b)	nominate a person or persons as external auditor; and			
11.3(c)	any other functions as may be agreed to by the audit committee and the COM.			
11.4	Upon the request of the external auditor, the chairman of the audit committee shall convene a meeting of the audit committee to consider any matter the external auditor believes should be			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
	brought to the attention of members of the COM, or the members, of the Co-operative.			
11.5	The audit committee may regulate its own procedure and, in particular, the calling of meetings, the notice to be given of such meetings, the voting and proceedings thereat, the keeping of minutes and the custody, production and inspection of such minutes.			
12	**PRESIDENT AND VICE-PRESIDENT**	**12**	**PRESIDENT AND VICE-PRESIDENT**	
12.1	The COM may invite one or more citizens who enjoy good public standing to fill the positions of the president and vice-president of the Co-operative. They shall be honorary members of the Co-operative and shall advise the COM on its general administration. They shall have a right to attend all meetings of the Co-operative and the COM but shall have no financial responsibility or liability in respect of the debts of the Co-operative. The president may preside at all meetings of the Co-operative when present. In his absence, the vice-president may preside when present.			
13	**SPECIFIC DEPOSITS**	**13**	**SPECIFIC DEPOSITS**	
13.1	In addition to the monthly subscription, the Co-operative periodically transfers members' subscription between 0% to 20% to the Specific Deposit Accounts as at 31st December of each year.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
13.2	The rate of interest to be fixed by the Committee from time to time, shall not exceed 10% per annum. Interest shall be reckoned on 31st December on actual balances standing to the credit of members on that date, provided that such balance do not fall below $10.00. Such interest shall be paid on demand made by members or shall be credited to the deposit account of members.			
13.3	Specific Deposits shall be withdrawable, together with interest, together with interest subject to the member being free from all liabilities to the Co-operative either as borrower or as surety.			
14	**GENERAL**	**14**	**GENERAL**	
14.1	Disputes concerning requirements of the Act relating to the constitution, election of officers or conduct of general meetings may be referred to the Registrar in the manner provided in the Act.			
14.2	These By-laws are supplementary to the provisions of the Act and the Rules. The Co-operative shall be governed by the Act, the Rules and the By-laws read together. Nothing in these By-laws shall have any power to limit the authority of the Registrar.			
14.3	The By-laws of the Co-operative shall, when registered, bind the Co-operative and the members thereof to the same extent as if they were signed by each member and contained covenants on the part of each member for himself and his personal representatives to observe all the provisions of the By-laws.			

By-Law No	Existing	By-Law No	Proposed Amendments (Please underline the changes)	Reason for Amendments
14.4	No act of the Co-operative or the COM or any officer shall be deemed to be invalid by reason only of the existence of any defect in the constitution of the Co-operative or of the COM or of any committee or sub-committee or in the appointment or election of an officer or on the ground that such officer was disqualified for his appointment.			

UEN No: **S34CS0024G**

REPUBLIC OF SINGAPORE

THE CO-OPERATIVE SOCIETIES ACT
(CHAPTER 62)

NOTICE OF REGISTRATION AS A CREDIT SOCIETY

This is to notify that

Straits Times Co-operative Ltd

..... is hereby

registered as a Credit Society, to **receive deposits** and **grant loans** on

and from the **19th** day of **January** , 20 **11**

under section 16A(7) of the Co-operative Societies Act.

Dated this **19th** day of **January** , 20 **11**

SEAL

CHENG TAI CHIN
Registrar of Co-operative Societies
Singapore

Straits Times Co-operative Limited

1000 Toa Payoh North Singapore 318994

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