



30 May 2025

To: Members of EsteeMedia Co-operative Ltd

2025 ANNUAL GENERAL MEETING

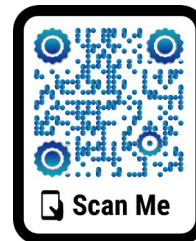
1. We wish to inform that the 2025 Annual General Meeting (the “AGM”) of EsteeMedia Co-operative Ltd (the “Co-operative”) will be convened and held by way of electronic means (**virtual AGM**) on **Tuesday, 24 June 2025 at 7.00pm**.
2. Enclosed herewith are the **2024 Annual Report, Notice of AGM and Agenda, Annex A: Electronic AGM Arrangements** and **Annex B: Proxy Form** for the AGM.
3. You may observe the proceedings at the AGM by electronic means (**virtual AGM**). If you wish to do so, please complete **Pre-registration Form** and submit it to us before **5.00pm on 20 June 2025** via pre-registration website [here](#).
4. Additionally, any substantial and relevant matters or questions that you have regarding the Agenda should be raised prior to the AGM to give sufficient time to the Committee of Management (COM) to address them. Please submit any substantial and relevant questions or matters regarding the AGM in **Pre-submission of Questions Form** to us before **5.00pm on 20 June 2025** via pre-registration website [here](#).
5. A member is deemed to be present at a meeting if the member has appointed the chairman of the meeting as the member’s proxy to attend, speak and vote at the meeting. If you wish to appoint the chairman of the meeting as your proxy to attend, speak and vote at the AGM, please complete **Proxy Form** and submit it to us before **5.00pm on 20 June 2025** via pre-registration website [here](#).

Thank you.

For and on behalf of the COM



Lei Ivy
Secretary



30 May 2025

To: Members of EsteeMedia Co-operative Ltd

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 Annual General Meeting of EsteeMedia Co-operative Ltd, will be convened and held by way of electronic means on **Tuesday, 24 June 2025 at 7.00 pm** for the following purposes: -

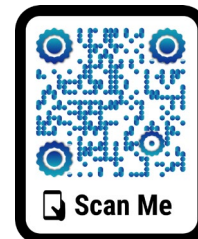
AGENDA

- | | | |
|----|---|---------------------|
| 1 | To consider and confirm the Minutes of the 84 th AGM held on 4 June 2024. | Resolution 1 |
| 2 | To approve the proposed amendments to the by-laws of the Co-operative. | Resolution 2 |
| 3 | To receive and adopt the Committee of Management (COM) Report and audited Statement of Accounts for the period 1 January to 31 December 2024. | Resolution 3 |
| 4 | To approve the proposed appropriation and use of reserves to pay dividend and honorarium for the year ended 31 December 2024 as follows: | Resolution 4 |
| | | |
| | | S\$ |
| a) | Central Co-operative Fund – 5% (2023: 5%) | - |
| b) | Central Co-operative Fund – 20% (2023: 20%) | - |
| c) | Honorarium to Committee of Management | 17,740 |
| d) | Common Good Fund | - |
| e) | 3% Dividend on Subscription at 31.12.2024 (2023: 3.85%) | 485,338 |
| f) | (From) Accumulated Surplus | (176,051) |
| | Gross Profit for the year | <u>327,027</u> |
| 5 | To approve the estimated expenditure for 2025. | Resolution 5 |
| 6 | To authorise the COM to appoint a professional audit firm, where necessary, to be External Auditors of the Co-operative for 2025/2026. | Resolution 6 |
| 7 | To transact any other business in respect of which notice has been received by the Secretary three working days before the Meeting. | Resolution 7 |

For and on behalf of the COM



Lei Ivy
Secretary



EXPLANATORY NOTES:

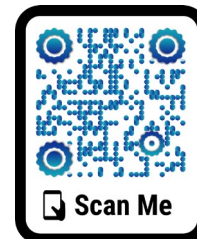
- | | |
|---------------------|--|
| RESOLUTION 1 | The draft Minutes of the 84 th AGM held on 4 June 2024 for confirmation as appended in page 10 to 27. |
| RESOLUTION 2 | The proposed amendments to the by-laws of the Co-operative as appended in page 34 to 77 is put up for consideration by members. |
| RESOLUTION 3 | The COM Report and audited Statement of Accounts for the period 1 January to 31 December 2024 as appended in page 78. |
| RESOLUTION 4 | The proposed appropriation and use of reserves to pay dividend and honorarium for the year ended 31 December 2024 as appended in page 32. |
| RESOLUTION 5 | The proposed estimated expenditure for 2025 as appended in page 33. |
| RESOLUTION 6 | 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 2025 and that the COM be authorise to fix their remuneration is put up for consideration by members. |
| RESOLUTION 7 | To transact any other business in respect of which notice has been received by the Secretary three working days before the Meeting. |



Important Notes to Members

- (1) The 2025 Annual General Meeting (AGM) will be convened and held by electronic means.
- (2) Please refer to **Annex A: Electronic AGM Arrangements** for details of how the Annual General Meeting will be conducted, including how members may electronically access the meeting, send to the chairman of the meeting the substantial and relevant matters which they wish to raise, and cast their votes.
- (3) A member must appoint the chairman of the meeting as his/her proxy to attend, speak and vote on his/her behalf at the Annual General Meeting if such member wishes to exercise his/her voting rights at the Annual General Meeting. Please refer to **Annex B: Proxy Form** for information on how the chairman of the meeting may be appointed as proxy to vote.
- (4) **Dividends will be credited into members' bank accounts within one (1) week after the AGM.**
- (5) Please see our Annual Report at [2024 Annual Report](#).
- (6) Please go to the pre-registration website below to
 - Pre-register to attend the AGM held by electronic means;
 - Pre-submission of questions regarding the AGM, and;
 - Submit proxy form.

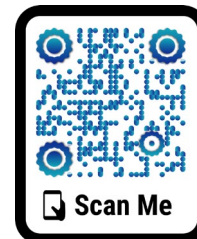
[Pre-registration Website](#)



Annex A: Electronic AGM Arrangements of EsteeMedia Co-operative Ltd on Tuesday, 24 June 2025 at 7.00pm

1. **Participation at the AGM electronically:** Members may participate at the AGM by:
 - (a) attending or observing and listening to the AGM proceedings by electronic means;
 - (b) submitting matters that they wish to raise in advance of the AGM; and
 - (c) appointing the chairman of the meeting as proxy to attend, speak and vote on their behalf at the AGM.
2. **Steps for pre-registration, pre-submission of questions and voting at the AGM:**

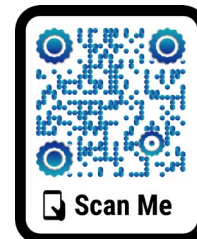
| Steps | Details |
|--|--|
| PRE-REGISTRATION FORM – To attend AGM by electronic means | <p>Members must pre-register at the pre-registration website here from now till 5.00pm 20 June 2025 to enable the Co-operative to verify their membership.</p> <p>Following the verification, authenticated members will receive a confirmation email by 5.00pm on 23 June 2025. The email will contain the link to access the live audio-visual webcast stream of the AGM proceedings.</p> <p>Members who do not receive a confirmation email by 5.00pm on 23 June 2025, but have registered by the deadline for pre-registration should contact EsteeMedia Co-operative Ltd at 6319 5619 / 6319 1123 or enquiries@esteemediacoop.sg.</p> |
| PRE-SUBMISSION OF QUESTIONS FORM – To pre-submit any substantial and relevant questions regarding the AGM | <p>Members will not be able to raise matters or ask questions at the AGM live during the audio-visual webcast stream.</p> <p>In advance of the AGM, members should send to the chairman of the meeting the matters which they wish to raise at the meeting, in the following manner:</p> <ol style="list-style-type: none"> (a) Via pre-registration website: Members who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website here. (b) By email: Questions may be emailed to EsteeMedia Co-operative Ltd at enquiries@esteemediacoop.sg. (c) By post: Questions may be sent by post to EsteeMedia Co-operative Ltd at 1000 Toa Payoh North News Centre Annexe Block Level 5 S318994. <p>Deadline to submit questions: All questions must be submitted by 5.00pm on 20 June 2025.</p> <p>Addressing questions: All substantial and relevant matters raised before the deadline will be addressed by the Committee of Management prior to, or at, the AGM.</p> <p>The Committee of Management will endeavour to address all substantial and relevant matters raised by members during the AGM through live audio-visual webcast stream. However, as there may not be sufficient time to address all such matters raised during the AGM itself, responses to those questions which could not be addressed during the AGM will be published on the Co-op's website prior to the AGM.</p> |



| Steps | Details |
|---|---|
| PROXY FORM – To appoint the chairman of the meeting as your proxy to attend, speak and vote at the AGM | <p>Appointment of chairman of the meeting as proxy: Members who wish to vote on the resolutions to be tabled at the AGM must appoint the chairman of the meeting as their proxy to attend, speak and vote on their behalf at the AGM, by depositing with the Co-op an instrument of appointment ('proxy form'). Detailed instructions may be found in the proxy form (Annex B).</p> <p>Specific voting instructions to be given: Where members appoint the chairman of the meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of each resolution in the proxy form, failing which the appointment of the chairman of the meeting as proxy for that resolution will be treated as invalid.</p> <p>Submission of proxy forms: Proxy forms must be submitted via the pre-registration website here and must reach the Co-op by 5.00pm on 20 June 2025.</p> |

3. **The AGM will be held at 7.00pm on Tuesday 24 June 2025.** Members may electronically access the meeting by:

- Clicking on the link in the confirmation email to access the live audio-visual webcast of the AGM proceedings.



Annex B: Proxy Form for Annual General Meeting of EsteeMedia Co-operative Ltd on Tuesday, 24 June 2025 at 7.00pm

I, _____ (name of member) (*NRIC / Staff Pass ID No _____), being a member of EsteeMedia Co-operative Ltd ('the Co-op') hereby appoint the chairman of the meeting as my proxy to attend, speak and vote for me and on my behalf, at the Annual General Meeting of the Co-op, to be convened and held by way of electronic means on **24 June 2025 at 7.00pm** and at any adjournment thereof in the following manner:

*Delete as appropriate

| No. | Proposed Resolutions | For | Against | Abstain | | | | | | | | | | | | | | | | | | | | | | | | |
|---|---|-----|---------|---------|--|---|--|--|---|--|----------------------|--------|--|---------------------|---|--|---|---------|--|-------------------------------|-----------|--|---------------------------|----------------|--|--|--|--|
| 1 | To consider and confirm the Minutes of the 84 th AGM held on 4 June 2024. | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | To approve the proposed amendments to the by-laws of the Co-operative. | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | To receive and adopt the Committee of Management (COM) Report and audited Statement of Accounts for the period 1 January to 31 December 2024. | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4 | <div><div>To approve the proposed appropriation and use of reserves to pay dividend and honorarium for the year ended 31 December 2024 as follows:</div><table><tr><td></td><td>S\$</td><td></td></tr><tr><td>a) Central Co-operative Fund – 5% (2023: 5%)</td><td>-</td><td></td></tr><tr><td>b) Central Co-operative Fund – 20% (2023: 20%)</td><td>-</td><td></td></tr><tr><td>c) Honorarium to COM</td><td>17,740</td><td></td></tr><tr><td>d) Common Good Fund</td><td>-</td><td></td></tr><tr><td>e) 3% Dividend on Subscription at 31.12.2024 (2023:3.85%)</td><td>485,338</td><td></td></tr><tr><td>f) (From) Accumulated Surplus</td><td>(176,051)</td><td></td></tr><tr><td>Gross Profit for the year</td><td><u>327,027</u></td><td></td></tr></table></div> | | S\$ | | a) Central Co-operative Fund – 5% (2023: 5%) | - | | b) Central Co-operative Fund – 20% (2023: 20%) | - | | c) Honorarium to COM | 17,740 | | d) Common Good Fund | - | | e) 3% Dividend on Subscription at 31.12.2024 (2023:3.85%) | 485,338 | | f) (From) Accumulated Surplus | (176,051) | | Gross Profit for the year | <u>327,027</u> | | | | |
| | S\$ | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| a) Central Co-operative Fund – 5% (2023: 5%) | - | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| b) Central Co-operative Fund – 20% (2023: 20%) | - | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| c) Honorarium to COM | 17,740 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| e) 3% Dividend on Subscription at 31.12.2024 (2023:3.85%) | 485,338 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| f) (From) Accumulated Surplus | (176,051) | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Gross Profit for the year | <u>327,027</u> | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5 | To approve the estimated expenditure for 2025. | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 6 | To authorise the COM to appoint a professional audit firm, where necessary, to be External Auditors of the Co-operative for 2025/2026. | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 7 | To transact any other business in respect of which notice has been received by the Secretary three working days before the Meeting. | | | | | | | | | | | | | | | | | | | | | | | | | | | |

If you wish the chairman of the meeting as your proxy to cast all your votes **For** or **Against** a resolution, please tick with "√" in the **For** or **Against** box in respect of that resolution. If you wish the chairman of the meeting as your proxy to **Abstain** from voting on a resolution, please tick with "√" in the **Abstain** box in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the chairman of the meeting as your proxy for that resolution will be treated as invalid.**

Dated this _____ day of _____ 2025.

Signature of member



Important Notes to Members:

- (1) The 2025 Annual General Meeting (AGM) will be convened and held by electronic means.
- (2) Electronic AGM arrangements relating to attendance at the AGM via electronic means (including the means by which the meeting can be electronically accessed), sending of substantial and relevant matters to be raised to the chairman of the meeting in advance of the AGM, addressing of substantial and relevant matters before or at the AGM, and voting by appointing the chairman of the meeting as proxy at the AGM, are set out in the accompanying Notice of AGM dated **30 May 2025**.
- (3) **A member will not be able to attend the AGM in person. A member must appoint the chairman of the meeting as his/her proxy to attend, speak and vote on his/her behalf at the AGM if such member wishes to exercise his/her voting rights at the AGM.**
- (4) By submitting this proxy form, the member accepts and agrees to the personal data privacy terms set out below.

Personal Data Privacy

By submitting an instrument appointing the chairman of the meeting as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, a member is deemed to have consented to the collection, use and disclosure of the member's personal data by the Co-operative (or its agents or service providers) for the purposes of:

- (a) processing and administration of the member's appointment of the chairman of the meeting as proxy for the AGM (including any adjournment thereof);
 - (b) preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof); and
 - (c) compliance by the Co-operative (or its agents or service providers) with any applicable laws, regulations, guidelines and/or the Co-operative's by-laws.
- (5) Where a member appoints the chairman of the meeting as his/her proxy, he/she must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the chairman of the meeting as proxy for that resolution will be treated as invalid.
 - (6) The instrument appointing the chairman of the meeting as proxy (i.e. **this Proxy Form**) must be **deposited with the Co-op** in the following manner:
 - (a) if submitted by post, be lodged with EsteeMedia Co-operative Ltd at 1000 Toa Payoh North News Centre Annexe Block Level 5 S318994; or
 - (b) if submitted electronically via pre-registration website [here](#), in either case, it must reach the Co-op by **5.00pm on 20 June 2025**.
 - (7) A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the mailing address provided above, or before scanning and sending it by email to the email address provided above.
 - (8) **Members are strongly encouraged to submit completed proxy forms electronically via pre-registration website [here](#).**
 - (9) The instrument appointing the chairman of the meeting as proxy must be under the hand of the appointer or of his attorney duly authorised in writing or, where it is executed by an organisation, be executed either under its seal or under the hand of an officer or attorney duly authorised.
 - (10) The Co-op shall be entitled to reject the instrument appointing the chairman of the meeting as proxy if it is incomplete, improperly completed or illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument appointing the chairman of the meeting as proxy.