

30 May 2022

To: Members of Straits Times Co-operative Limited

## 82<sup>nd</sup> ANNUAL GENERAL MEETING

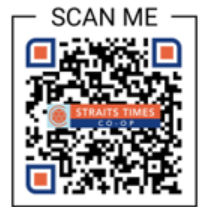
1. We wish to inform that the 82<sup>nd</sup> Annual General Meeting (the “AGM”) of Straits Times Co-operative Limited (the “Co-operative”) will be convened and held by way of electronic means (**virtual AGM**) on **Tuesday, 21 June 2022 at 7.00pm**.
2. Enclosed herewith are the **2021 Annual Report, Notice of AGM and Agenda, Annex A: Alternative 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 17 June 2022** 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 17 June 2022** via pre-registration website [here](#).
5. Adhering to the guidelines issued by the Registry of Co-operative Societies on Alternative Arrangements for the Conduct of Meetings for Co-operative Societies, 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 17 June 2022** via pre-registration website [here](#).

Thank you.

For and on behalf of the COM



Lei Ivy  
Secretary



30 May 2022

To: Members of Straits Times Co-operative Limited

## NOTICE OF 82<sup>nd</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 82<sup>nd</sup> Annual General Meeting of Straits Times Co-operative Limited, will be convened and held by way of electronic means on **Tuesday, 21 June 2022 at 7.00 pm** for the following purposes: -

### AGENDA

1. To consider and confirm the Minutes of the 81<sup>st</sup> AGM held on 23 June 2021 and EGM held on 25 November 2021. **Resolution 1**
2. To receive and adopt the COM's Report and audited Statement of Accounts for the period 1 January to 31 December 2021. **Resolution 2**
3. To approve the proposed appropriation for the year ended 31 December 2021 as follows: **Resolution 3**

	S\$
a) Central Co-operative Fund – 5% (2020: 5%)	12,408
b) Central Co-operative Fund – 20% (2020: 20%)	-
c) Honorarium to Committee of Management	16,350
d) Common Good Fund	50,000
e) Donation	6,000
f) 2.5% Dividend on Subscription at 31.12.2021 (2020: 2.5%)	505,785
g) (From) Accumulated Fund	(342,389)
Gross Profit for the year	248,154
4. To approve the estimated expenditure for 2022. **Resolution 4**
5. To authorise the Committee of Management to appoint a professional audit firm, where necessary, to be External Auditors of the Co-operative for 2022/2023. **Resolution 5**
6. To transact any other business in respect of which notice has been received by the Secretary three working days before the Meeting. **Resolution 6**

For and on behalf of the COM



Lei Ivy  
Secretary



**EXPLANATORY NOTES:**

- RESOLUTION 1** The draft Minutes of the 81<sup>st</sup> AGM held on 23 June 2021 and EGM held on 25 November 2021 for confirmation as appended in 2021 Annual Report page 5 to 24.
- RESOLUTION 2** The COM's Report and audited Statement of Accounts for the period 1 January to 31 December 2021 as appended in 2021 Annual Report page 25 to 57.
- RESOLUTION 3** The proposed appropriation for the year ended 31 December 2021 as appended in 2021 Annual Report page 58.
- RESOLUTION 4** The proposed estimated expenditure for 2022 as appended in 2021 Annual Report page 59.
- RESOLUTION 5** The proposed re-appointment of Nexia TS as the external auditors of the Co-operative for the financial year ending 31 December 2022 and that the COM be authorise to fix their remuneration is put up for consideration by members.
- RESOLUTION 6** 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) As a precautionary measure due to the constantly evolving COVID-19 situation in Singapore, a member will not be able to attend the Annual General Meeting in person.
- (2) The Annual General Meeting will be convened and held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Charities, Co-operative Societies and Mutual Benefit Organisations) Order 2020.
- (3) Please refer to **Annex A: Alternative 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.
- (4) 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.
- (5) **Dividends will be credited into members' bank accounts after 22 June 2022.**
- (6) Please see our Annual Report at [2021 Annual Report](#).
- (7) Please go to the pre-registration website below to
  - a. pre-register to attend the AGM,
  - b. pre-submission of questions regarding the AGM, and
  - c. submit proxy form

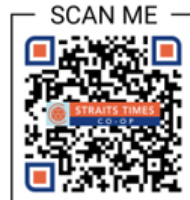
**[Pre-Registration Website](#)**



**Annex A: Alternative Arrangements for Annual General Meeting of Straits Times Co-operative Limited on Tuesday, 21 June 2022 at 7.00pm**

1. **No personal attendance at the Annual General Meeting ('AGM')**: As a precautionary measure due to the constantly evolving COVID-19 situation in Singapore, members will not be able to attend the AGM in person.
2. **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.
3. **Steps for pre-registration, pre-submission of questions and voting at the AGM:**

Steps	Details
<b>PRE-REGISTRATION FORM – To attend AGM by electronic means</b>	<p><b>Members must pre-register at the pre-registration website <a href="#">here</a> from now till 5.00pm 17 June 2022 to enable the Co-operative to verify their membership.</b></p> <p>Following the verification, authenticated members will receive a confirmation email by <b>5.00pm on 20 June 2022</b>. 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 <b>5.00pm on 20 June 2022</b>, but have registered by the deadline for pre-registration should contact Straits Times Co-operative Limited at 6319 5619 / 6319 1123 or <a href="mailto:tlsche@sph.com.sg">tlsche@sph.com.sg</a>.</p>
<b>PRE-SUBMISSION OF QUESTIONS FORM – To pre-submit any substantial and relevant questions regarding the AGM</b>	<p><b>Members will not be able to raise matters or ask questions at the AGM live during the audio-visual webcast stream.</b></p> <p><b>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:</b></p> <ol style="list-style-type: none"> <li>(a) <b>Via pre-registration website</b>: Members who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the pre-registration website <a href="#">here</a>.</li> <li>(b) <b>By email</b>: Questions may be emailed to Straits Times Co-operative Limited at <a href="mailto:tlsche@sph.com.sg">tlsche@sph.com.sg</a>.</li> <li>(c) <b>By post</b>: Questions may be sent by post to Straits Times Co-operative Limited at 1000 Toa Payoh North News Centre Annexe Block Level 5 S318994.</li> </ol> <p><b>Deadline to submit questions</b>: All questions must be submitted by <b>5.00pm on 17 June 2022</b>.</p> <p><b>Addressing questions</b>: 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
<b>PROXY FORM – To appoint the chairman of the meeting as your proxy to attend, speak and vote at the AGM</b>	<p><b>Appointment of chairman of the meeting as proxy:</b> 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'). <b>Detailed instructions may be found in the proxy form (Annex B).</b></p> <p><b>Specific voting instructions to be given:</b> 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><b>Submission of proxy forms:</b> Proxy forms must be submitted via the pre-registration website <a href="#">here</a> and must reach the Co-op by <b>5.00pm on 17 June 2022.</b></p>

4. **The AGM will be held at 7.00pm on Tuesday 21 June 2022.** 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<sup>1</sup> for Annual General Meeting of Straits Times Co-operative Limited on 21 June 2022 at 7.00pm**

I, \_\_\_\_\_ (name of member) (\*NRIC / Staff Pass ID No \_\_\_\_\_), being a member of Straits Times Co-operative Limited ('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 **21 June 2022 at 7.00pm** and at any adjournment thereof in the following manner:

\*Delete as appropriate

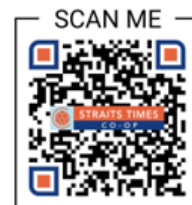
No.	Proposed Resolutions	For	Against	Abstain																		
1	To consider and confirm the Minutes of the 81 <sup>st</sup> AGM held on 23 June 2021 and the EGM held on 25 November 2021.																					
2	To receive and adopt the COM's Report and audited Statement of Accounts for the period 1 January to 31 December 2021.																					
3	To approve the proposed appropriation for the year ended 31 December 2021 as follows: <table style="margin-left: 40px; width: 60%;"> <tr> <td></td> <td style="text-align: right;">S\$</td> </tr> <tr> <td>a) Central Co-operative Fund – 5% (2020: 5%)</td> <td style="text-align: right;">12,408</td> </tr> <tr> <td>b) Central Co-operative Fund – 20% (2020: 20%)</td> <td style="text-align: right;">-</td> </tr> <tr> <td>c) Honorarium to COM</td> <td style="text-align: right;">16,350</td> </tr> <tr> <td>d) Common Good Fund</td> <td style="text-align: right;">50,000</td> </tr> <tr> <td>e) Donation</td> <td style="text-align: right;">6,000</td> </tr> <tr> <td>f) 2.5% Dividend on Subscription at 31.12.2021 (2020: 2.5%)</td> <td style="text-align: right;">505,785</td> </tr> <tr> <td>g) (From) Accumulated Fund</td> <td style="text-align: right;"><u>(342,389)</u></td> </tr> <tr> <td>Gross Profit for the year</td> <td style="text-align: right;"><u><u>248,154</u></u></td> </tr> </table>		S\$	a) Central Co-operative Fund – 5% (2020: 5%)	12,408	b) Central Co-operative Fund – 20% (2020: 20%)	-	c) Honorarium to COM	16,350	d) Common Good Fund	50,000	e) Donation	6,000	f) 2.5% Dividend on Subscription at 31.12.2021 (2020: 2.5%)	505,785	g) (From) Accumulated Fund	<u>(342,389)</u>	Gross Profit for the year	<u><u>248,154</u></u>			
	S\$																					
a) Central Co-operative Fund – 5% (2020: 5%)	12,408																					
b) Central Co-operative Fund – 20% (2020: 20%)	-																					
c) Honorarium to COM	16,350																					
d) Common Good Fund	50,000																					
e) Donation	6,000																					
f) 2.5% Dividend on Subscription at 31.12.2021 (2020: 2.5%)	505,785																					
g) (From) Accumulated Fund	<u>(342,389)</u>																					
Gross Profit for the year	<u><u>248,154</u></u>																					
4	To approve the estimated expenditure for 2022.																					
5	To authorise the COM to appoint a professional audit firm, where necessary, to be External Auditors of the Co-operative for 2022/2023.																					
6	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 \_\_\_\_\_ 2022.

Signature of member

<sup>1</sup> Instrument of appointment under the Second Schedule of the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Charities, Co-operative Societies and Mutual Benefit Organisations) Order 2020.



**Important Notes:**

- (1) The Annual General Meeting will be convened and held by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Charities, Co-operative Societies and Mutual Benefit Organisations) Order 2020.
- (2) Alternative arrangements relating to attendance at the Annual General Meeting 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 Annual General Meeting, addressing of substantial and relevant matters before or at the Annual General Meeting, and voting by appointing the chairman of the meeting as proxy at the Annual General Meeting, are set out in the accompanying Notice of Annual General Meeting dated **30 May 2022**.
- (3) **A member will not be able to attend the Annual General Meeting 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 Annual General Meeting if such member wishes to exercise his/her voting rights at the Annual General Meeting.**
- (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 Annual General Meeting 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 Annual General Meeting (including any adjournment thereof);
  - (b) preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (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 Straits Times Co-operative Limited 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 17 June 2022**.
  - (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.