



**THE SINGAPORE TEACHERS' CO-OPERATIVE SOCIETY LTD**

150 Changi Road, #02-06 Guthrie Building, Singapore 419973

Tel: 6440 4393 | Fax: 6440 3382

Email: cs@teachersco-op.org.sg

Website: www.teachersco-op.org.sg

5 June 2023

**Notice of the 87<sup>th</sup> Annual General Meeting (AGM) of The Singapore Teachers' Co-operative Society Ltd**

Dear Ordinary Members,

1. Please refer to earlier letter dated 10 May 2023, informing members of the forthcoming 87<sup>th</sup> AGM of The Singapore Teachers' Co-operative Society Ltd ("the Co-op"), inviting nominations in accordance with the Society's By-Law for six (6) Ordinary Members to join the Committee of Management.
2. Notice is hereby given that the 87<sup>th</sup> AGM of the Co-op will be convened and held by way of electronic means at **10:30 AM, Saturday, 24 June 2023** to transact the following business:

No.	Proposed Resolutions
1.	To confirm the minutes of the 86 <sup>th</sup> Annual General Meeting held on 25 June 2022.
2.	To confirm the minutes of the Extraordinary General Meeting (EGM) held on 30 July 2022
3.	To receive, and if approved, to accept the Report of the Committee of Management and the Audit Report for the year ended 31 December 2022
4.	To receive and if approved, to accept the audited Statement of Accounts for the financial year ended 31 December 2022
5.	To consider and approve the proposed 'Distribution of 2022 Surplus' (Annex 4)
6.	To consider and approve the Adjustments for FY 2023 and Estimated expenditure for FY 2024 for the Society. (Annex 5)
7.	To consider and approve the maximum liability of \$80 million for the year 2023, which the Society may incur in loans and deposits from members and non-members, vide by-laws 9.11 and 9.12. (Annex 6).
8.	To approve the payment of \$7,250 per month to members of the Committee of Management.
9.	To approve the payment of \$12,600 per year for the AC Committee and the Internal Auditor.
10.	To consider and appoint Messrs Reanda Adept PAC (Mr Ng Kok Keong) as External Auditor for the financial year 2023.
11.	Elections: To elect <b>six</b> members, five of which will serve on the Committee of Management for a term of three years. <b>The sixth member</b> with the highest number of votes from the remaining candidates will be elected to serve from 24 June 2023 to the AGM date in 2024. This elected member will then have to seek re-election if he/she desires to serve in the COM again.
12.	To transact any other business of which at least seven clear days' notice shall have been given in writing to the Chief Executive Officer.



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**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-operatives and Mutual Benefit Organizations) Order 2020.
2. Please refer to **Annex A: Alternative Arrangements for AGM** for details of how the AGM will be conducted, including how members may electronically access the meeting, send to the chairman of the meeting 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 AGM if such a member wishes to exercise his/her voting rights. Please refer to Annex A for information on how the chairman of the meeting maybe appointed as proxy to vote.

**Documents relevant to the 87<sup>th</sup> AGM:**

- a) Annual Report & Statement of Accounts 2022,
- b) Any other information relating to the proposed resolutions.

**Person Data Privacy**

By submitting an instrument appointing the chairman of the meeting as proxy to attend, speak and vote at the 87<sup>th</sup> 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-op (or its service providers) for the purpose of:

- (a) the processing, administration, monitoring, analysis and facilitation by the Society (or its service providers) of the member's participation in the AGM (including any adjournment thereof);
- (b) the preparation and compilation of the attendance lists, voting results, questions and answers, minutes and other documents relating to the AGM (including any adjournment thereof); and/or
- (c) compliance by the Society (or its agents or service providers) with any applicable laws, regulations guidelines and/or the Society's by-laws.



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**Annex A: Alternative Arrangements for AGM**

1. Members will not be able to attend the 87<sup>th</sup> Annual General Meeting (“AGM”) in person. 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 his/her proxy to attend the meeting. The member may participate at the 87<sup>th</sup> 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 **to attend, speak and vote** on their behalf at the AGM.
2. Where a member appoints the chairman of the meeting as his/her proxy, he/she must give specific instructions as to voting (For or Against), 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.
3. Following are steps for pre-registration, pre-submission of questions and voting by proxy at the 87<sup>th</sup> AGM

Steps	Details	Cut-off time
<b>Pre-registration</b> for attendance by electronic means	<p>Members must pre-register for viewing and to participate in Question-and-Answer session during live webcast of the 87th AGM.</p> <p>Online pre-registration can be done by scanning the following QR code or via the Society’s website <a href="http://www.teachersco-op.org.sg">www.teachersco-op.org.sg</a></p>  <p>Pre-registration must be done by Thursday, 22 June at 1pm, for the Co-op to verify their status as eligible Ordinary members with voting rights.</p> <p>Members will also need to use Two-Factor Authentication (2FA) sent to their mobile number during registration and each time they enter the site for E-proxy or on the day of AGM live webcast.</p> <p>Following the verification, authenticated members will receive a confirmation email from <a href="mailto:agmaccounts@conveneagm.com">agmaccounts@conveneagm.com</a> before the AGM. The email shall contain instructions as well as link to access the live webcast of the AGM proceedings.</p> <p>Members who do not receive a confirmation email by 23 June but have registered successfully for the pre-registration should send an email enquiry to Mrs Chia at <a href="mailto:chia@teachersco-op.org.sg">chia@teachersco-op.org.sg</a></p>	<b>Thursday, 22 June at 1pm</b>
<b>Submit proxy</b> form to vote	<p>Appointment of Chairman of the meeting as proxy:</p> <p>The submission of instrument appointing the chairman of the meeting as proxy to vote and the questions in advance must reach the society by 15 June 2023 at 5pm before the start of the AGM in the following manner either by E-proxy or by post/hand:</p>	<b>Thursday, 15 June at 5pm</b>



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	<p>(a) If submitting by E-proxy, please follow the above steps for pre-registration. A 2FA will be sent to your mobile phone number for you to <b>vote online</b>.</p> <p>(b) If submitting by post, you may call the Co-op at 6440 4393 for Arifah/Mrs Chia/Willy <u>by Friday, 9 June 2023 at 1200h</u>, to request for the proxy form bearing the Co-op's stamp to be posted to you. Alternately, you may visit at the Co-op office to fill and submit the proxy form.</p>	
<b>Submit Questions in advance</b>	<p>Members who have successfully completed the pre-registration to observe, vote and or listen to the live webcast of the AGM proceedings may submit any substantial and relevant questions that he/she wishes to raise by way of post or electronic mail in advance by Thursday, 15 June at 5pm.</p> <p>(a) By post, questions may be sent and addressed to: Chief Executive Officer (CEO), The Singapore Teachers' Co-operative Society Ltd 150 Changi Road. #02-06 Guthrie Building Singapore 419973</p> <p>(b) By E-mail, attention to Chief Executive Officer (CEO) at cs@teachersco-op.org.sg</p> <p>Question submitted in advance: All substantial and relevant matters raised before the deadline will be addressed by the Committee of Management (COM) prior to, or at the AGM. The COM will endeavour to address all substantial and relevant matters raised by members during the AGM through live webcast. However, as there may not be sufficient time to address all such matters raised, responses to those questions which could not be addressed during the AGM live processing will be addressed separately.</p> <p>A 15 minutes Question &amp; Answer session will be held towards the end of the AGM live webcast starting approximately at 10:45 am.</p>	<b>Thursday, 15 June at 5pm</b>

- The society shall be entitled to reject the Proxy Form 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.
- The first eighty members who submit their **correctly filled** E-proxy online via [https://conveneagm.sg/teachersco-op\\_agm](https://conveneagm.sg/teachersco-op_agm), will each receive \$20/- cash reward. For those who submit hard copies by post/hand, the first twenty correctly filled forms will each receive a \$20/- cash reward. All cash rewards will be credited into members' General Savings Account.