

CONSTITUTION OF
ZheJiang(S) Entrepreneurs Association

NAME

1.1 This Society shall be known as the “ZheJiang(s) Entrepreneurs Association”, hereinafter referred to as the “Society” .

PLACE OF BUSINESS

2.1 Its place of business shall be at 10 Anson Road #02-02 Singapore 079903 or such other address as may subsequently be decided upon by the Committee and approved by the Registrar of Societies. The Society shall carry out its activities only in places and premises which have the prior written approval from the relevant authorities, where necessary.

OBJECTS

3.1 Its objects are:

- b) To promote business and commercial relationship amongst Singapore and ZheJiang(s) entrepreneurs
- b) To promote Singapore as an investment destination for ZheJiang entrepreneurs and ZheJiang province as an investment destination for Singaporean entrepreneurs
- c) To help Singapore based ZheJiang entrepreneurs to adapt into Singapore’s multiracial and multicultural society;
- d) To promote friendship and mutual understanding amongst ZheJiang entrepreneurs and Singapore entrepreneurs;

3.2 In furtherance of the above objects, the Society may promote social harmony by encouraging members to be actively involved in the community events.

MEMBERSHIP QUALIFICATION AND RIGHTS

4.1 Founders of this Society, being members for the founder Committee, are Life Members and are exempted from paying annual subscription fees.

4.2 Ordinary Membership is open to:

(1) Professionals and businessmen originated from China ZheJiang province who are now either Singapore citizens or Permanent Residents.

(2) Singaporeans or Singapore Permanent Residents who have business relationships with companies in China ZheJiang province.

4.3 Life Membership is open to Ordinary Members who make a one-time payment of Singapore dollar two thousand (\$2000).

4.4 Ordinary Member who has paid the subscription is eligible to vote and to be elected as Committee Member in the General Meeting. Payment for subscription made at the General Meeting shall be deemed acceptable.

4.5 Only those who have obtained membership for more than one year are qualified to be elected as Committee Members.

4.6 Only Life Members of the Society are eligible to be elected for the positions of the President, the Treasurer and the Secretary, who are tasked to guard the long term interests of the Society.

4.7 Corporate Membership is open to Singapore registered company with at least 1/3 of shareholders being either Singapore citizen(s) or Permanent Resident(s) and has business relationship with China ZheJiang Province.

4.8 Each corporate Member can appoint two representatives and each of them will be treated as Ordinary Member in terms of member benefits and voting rights.

4.9 Associate Membership is open to students or Work Permit holders residing in Singapore whose hometown is Zhejiang province, and they shall have no voting rights nor be eligible to hold office.

APPLICATION FOR MEMBERSHIP

5.1 A person wishing to join the Society should submit his particulars to the Membership Committee on a prescribed form.

5.2 The Committee will decide on the application for membership after receiving applications.

5.3 A copy of the Constitution shall be furnished to every approved member upon payment of the entrance fee.

ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

6.1 An entrance fee of Singapore dollar fifty (\$50) is payable within two weeks of approval as Ordinary Member or Corporate Member, in default of which membership may be cancelled by order of the Committee.

6.2 Upon joining the society,

(1) an Ordinary Member shall pay annual subscription fee of Singapore dollar one hundred fifty (\$150) per year.

2) a Corporate Member shall pay annual subscription fee of Singapore dollar three hundred (\$300) per year.

and payment shall be made before the Annual General Meeting.

6.3 If a member falls into arrears with his subscription or other dues, he shall be informed within one month by the Treasurer and he would be denied the privileges of membership until he settles his account. If he fails to settle his arrears for more than two (2) years, he will automatically cease to be a member and the Committee may take legal action against him provided that they are satisfied that he has received due notice of his debts.

6.4 Any additional fund required for special purposes may only be raised from members with the consent of the Committee.

6.6 The income and property of the Society whensoever derived shall be applied towards the promotion of the objects of the Society as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Society or to any of them or to any person claiming through any of them.

SUPREME AUTHORITY AND GENERAL MEETINGS

7.1 The supreme authority of the Society is vested in a General Meeting of the members.

7.2 An Annual General Meeting shall be held within 2nd Quarter of each calendar year.

7.3 At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 30% of the total voting membership or fifty (50) voting members, whichever is the lesser, and may be called at anytime by order of the Committee. The notice in writing shall be given to the Secretary setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two (2) months from receiving this request to convene the Extraordinary General Meeting.

7.4 If the Committee does not within two (2) months after the date of the receipt of the written request proceed to convene an Extraordinary General Meeting, the members who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving ten (10) days' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board.

7.5 At least two (2) weeks' notice shall be given of an Annual General Meeting and at least ten (10) days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Secretary to all voting

members. The particulars of the agenda shall be posted on the Society's notice board four (4) days in advance of the meeting.

7.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.

7.7 The following matters will be considered at the Annual General Meeting:

- a) The previous financial year's accounts and annual report of the Committee.
- b) Where applicable, the election of office-bearers and Honorary Auditors for the following term.
- c) Other matters may related to Society

Any member who wishes to place an item on the agenda of a General Meeting may do so provided he gives notice to the Secretary one (1) week before the meeting is due to be held.

7.8 At least 25% of the total voting membership or thirty (30) voting members, whichever is the lesser, present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.

7.9 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to amend any parts of the existing Constitution.

MANAGEMENT AND COMMITTEE

8.1 The administration of the Society shall be entrusted to a Committee consisting of the following to be elected at alternate Annual General Meeting(ie.Every three years):

A President

Eleven Vice-presidents (of which three are Deputy Vice Presidents)

A Secretary

An Assistant Secretary

A Treasurer

An Assistant Treasurer

Nine Ordinary Committee Members

Majority of the Committee Members shall be Singapore Citizens. In addition, the President, Secretary, Treasurer shall be Singapore Citizens. Foreign Diplomats shall not serve as Committee Members.

8.2 Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members. A total of twenty-five (25) Committee Members shall be elected. Following the AGM, the elected Committee shall convene its first internal meeting to appoint office-bearers from among themselves, including the President, Deputy Vice-Presidents, Secretary, Treasurer, and other key positions. All office-bearers, except the Treasurer may be re-elected to the same or related post for a consecutive term of office. The term of office of the Committee is three years.

8.3 In case of more than one person is proposed for one office, an election shall be carried out by a secret ballot. The person who garner majority valid votes win. In the event of a tie, the Chairman of the meeting shall have a casting vote.

8.4 A Committee Meeting shall be held at least once every three (3) months after giving seven (7) days' notice to Committee Members. The President or majority of the committee members may call a Committee Meeting at any time by giving five (5) days' notice. Majority of the Committee Members must be present for its proceedings to be valid.

8.5 Any member of the Committee absenting himself from three (3) meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Committee and a successor may be co-opted by the Committee to serve until the next Annual General Meeting. Any changes in the Committee shall be notified to the Registrar of Societies within two (2) weeks of the change.

8.6 The duty of the Committee is to organise and supervise the daily activities of the Society. The Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meetings.

8.7 The Committee has power to authorise the expenditure of a sum not exceeding \$2000 per transaction from the Society's funds for the Society's purposes. Entertainment, such as banquet and reception, if it was charged to the Society's account, could only extend to guests invited by the Committee.

8.8 The President shall be authorized to purchase and present token gifts to various organizations as to enhance the friendly relationship with them up to monetary value two hundred dollars (\$200) from Society account.

DUTIES OF OFFICE-BEARERS

9.1 The President shall chair all General and Committee meetings. He shall also represent the Society in its dealings with outside persons.

9.2 The Vice-Presidents shall assist the President and one of the Vice-Presidents deputise for him in his absence.

9.3 The Secretary shall keep all records, except financial, of the Society and shall be responsible for their correctness. He will keep minutes of all General and Committee meetings. He shall maintain an up-to-date Register of Members at all times.

9.4 The Assistant Secretary shall assist the Secretary and deputise for him in his absence.

9.5 The Treasurer shall keep all funds and collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness. He is authorised to expend up to five hundred dollars (\$500) per month for petty expenses on behalf of the Society. He will not keep more than five hundred dollars (\$500) in the form of cash and money in excess of this will be deposited in a bank to be named by the Committee. Cheques, etc. for

withdrawals from the bank will be signed by the Treasurer and either the President or one of the Vice-President or the Secretary.

9.6 The Assistant Treasurer shall assist the Treasurer and deputise for him in his absence.

9.7 The Ordinary Committee Members shall assist the Committee on various matters.

AUDIT AND FINANCIAL YEAR

10.1 Two (2) voting members, not being members of the Committee, shall be elected as Honorary Auditors at alternate Annual General Meeting and will hold office for a term of two years; only and shall not be re-elected for a consecutive term. The accounts of the Society shall be audited by a firm of Certified Public Accountants if the gross income or expenditure of the Society exceeds \$500,000 in that financial year, in accordance with Section 4 of the Societies Regulations.

10.2 They:

- a) Will be required to audit each year's accounts and present a report upon them to the Annual General Meeting.
- b) May be required by the President to audit the Society's accounts for any period within their tenure of office at any date and make a report to the Committee.

10.3 The financial year shall be from 1st January to 31st December.

TRUSTEES

11.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

11.2 The trustees of the Society shall:

- a) Not be more than four (4) and not less than two (2) in number.
- b) Be elected by a General Meeting of members.

- c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.

11.3 The office of the trustee shall be vacated:

- a) If the trustee dies or becomes a lunatic or of unsound mind.
- b) If he is absent from the Republic of Singapore for a period of more than one (1) year.
- c) If he is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee.
- d) If he submits notice of resignation from his trusteeship.

11.4 Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by posting it on the notice board in the Society's premises at least two (2) weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.

11.5 The address of each immovable property, name of each trustee and any subsequent change must be notified to the Registrar of Societies.

VISITORS AND GUESTS

12.1 Visitors and guests may be admitted into the premises of the Society but they shall not be admitted to the privileges of the Society nor shall they be admitted into the premises more than six (6) times in a calendar year. These visits are to be confined to not more than once in fourteen (14) days.

12.2 A Visitors' Book shall be kept, in which shall be entered the names of all visitors and guests, together with the names and signatures of the members nominating them and the dates of their visits. No person shall be a visitor or guest till his name has been entered in this book.

PROHIBITIONS

13.1 Gambling of any kind, excluding the promotion or conduct of a private lottery which has been permitted under the Private Lotteries Act Cap 250, is forbidden on the Society's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is prohibited.

13.2 The funds of the Society shall not be used to pay the fines of members who have been convicted in court of law.

13.3 The Society shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force in Singapore.

13.4 The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.

13.5 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.

13.6 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing of the Assistant Director Operations, Licensing Division, Singapore Police Force and other relevant authorities, where necessary.

AMENDMENTS TO CONSTITUTION

14.1 The Society shall not amend its Constitution without the prior approval in writing of the Registrar of Societies. No alteration or addition/deletion to this Constitution shall be passed except at a general meeting and with the consent of two-thirds (2/3) of the voting members present at the General Meeting.

INTERPRETATION

15.1 In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the

Committee shall have power to use their own discretion. The decision of the Committee shall be final unless it is reversed at a General Meeting of members.

DISPUTES

16.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

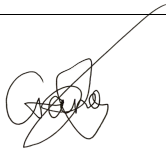
DISSOLUTION

17.1 The Society shall not be dissolved, except with the consent of not less than three-fifths ($\frac{3}{5}$) of the total voting membership of the Society for the time being resident in Singapore expressed, either in person or by proxy, at a General Meeting convened for the purpose.

17.2 In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be disposed of in such manner as the General Meeting of members may determine or donated to an approved charity or charities in Singapore.

17.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.

Approved by :

		
FANG JIANGANG (PRESIDENT)	XIA ZHIFU (TREASURER)	YANG MU (SECRETARY)

DATED THIS ON 20 SEP 2025