

**APPENDIX "A"**  
**(Proposed Alterations to the Memorandum And Articles of Association)**

THE COMPANIES ACT, CAP. 50

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COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

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**MEMORANDUM AND ARTICLES OF ASSOCIATION**  
  
**OF**

**ASSOCIATION OF MUSLIM PROFESSIONALS**

COMPANY REGISTRATION NO: 199105100D

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Incorporated in Singapore on the 10th day of October 1991

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[Reprinted on: 5 November 2015]

**FORM 8**

**THE COMPANIES ACT**

**(CHAPTER 50)**

**Section 19(4)**

No. of Company

199105100D

**CERTIFICATE OF INCORPORATION OF PUBLIC COMPANY**

This is to certify that **ASSOCIATION OF MUSLIM PROFESSIONALS** is, on and from the 10th day of October, 1991 incorporated under the Companies Act, Cap. 50, and that the company is a public company limited by guarantee.

Given under my hand and seal, at SINGAPORE, this 10th day of October 1991.

(Original Signed)

SIA SUAT HWA, MDM

REGISTRAR OF COMPANIES & BUSINESSES

SINGAPORE

**ASSOCIATION OF MUSLIM PROFESSIONALS**

(Incorporated in the Republic of Singapore)  
Co. Reg. 199105100D

**NOTICE OF RESOLUTION**

**AT THE ADJOURNED EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE ABOVENAMED COMPANY DULY CONVENED AND HELD AT 1 PASIR RIS DRIVE 4 #05-11 SINGAPORE 519457 ON SATURDAY 10 OCTOBER 2015 THE SPECIAL RESOLUTION SET OUT BELOW WITH THE ATTACHED MEMORANDUM AND ARTICLES OF ASSOCIATION MARKED WITH THE LETTER “A” AND SIGNED BY ME WAS DULY PASSED:-**

**SPECIAL RESOLUTION  
ALTERATIONS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

Resolved that the Memorandum And Articles of Association of the Association be altered in the manner as set out in Appendix “A” to the Notice to Members.

Dated this 5th day of November 2015

(Original Signed)  
Azmoon Bin Ahmad  
Director

**ASSOCIATION OF MUSLIM PROFESSIONALS**

(Incorporated in the Republic of Singapore)  
Co. Reg. 199105100D

**NOTICE OF RESOLUTION**

**AT THE ADJOURNED EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE ABOVENAMED COMPANY DULY CONVENED AND HELD AT 1 PASIR RIS DRIVE 4 #05-11 SINGAPORE 519457 ON SATURDAY 5 NOVEMBER 2011 THE SPECIAL RESOLUTION SET OUT BELOW WITH THE ATTACHED MEMORANDUM AND ARTICLES OF ASSOCIATION MARKED WITH THE LETTER "A" AND SIGNED BY ME WAS DULY PASSED:-**

**SPECIAL RESOLUTION  
ALTERATIONS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

Resolved that the Memorandum And Articles of Association of the Association be altered in the manner as set out in Appendix "A" to the Notice to Members.

Dated this 28th day of November 2011

(Original Signed)  
Mohammad Nizam Bin Ismail  
Director

**THE COMPANIES ACT, CAP. 50**  
**SECTION 29(4)**

**WHEREAS ASSOCIATION OF MUSLIM PROFESSIONALS** (Registration No: 199105100D) (hereinafter referred to as "the Company") is a company limited by guarantee and incorporated on 10 October 1991.

**AND WHEREAS** the Company is prohibited from altering its Memorandum and Articles of Association unless such alterations have been submitted to and approved by the Minister empowered to act under the provisions of Section 29 of the Companies Act.

**AND WHEREAS** the Company desires that its Articles of Association be altered as follows:

**By deleting Article 33 and substituting the following Article 33 in its place:**

"Where in the circumstances described in Article 32, there are less than ten (10) Ordinary Members present, the meeting shall be adjourned to a date, time and place as the Board may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the adjourned meeting, the Ordinary Members present numbering at least three (3) or more Ordinary Members appearing in person or by proxies or representatives shall constitute a quorum. Notwithstanding Article 32, it shall be valid for this meeting to pass any resolution for the alteration, variation, modification or addition to the Memorandum or Articles."

**By deleting Article 55 and substituting the following Article 55 in its place:**

"Unless otherwise determined by general meeting, the number of Directors shall be at least three (3) and not more than ten (10). The Association may from time to time in general meeting increase or reduce the number of Directors. The first Directors shall be Dr Muhammad Hussin Bin Mutalib and Darke Bin Mohamed Sani."

**By deleting Article 71 and substituting the following Article 71 in its place:**

"The quorum necessary for the transaction of the business of the Board shall be one-third of the total number of Directors. If within half an hour from the time appointed for the meeting, a quorum is not present, the Directors present, numbering three or more persons, shall constitute a quorum."

**CONSENT** is hereby given by the Minister for Finance to the Company to make the abovementioned alterations to its Articles of Association.

Dated this 23<sup>rd</sup> day of May 1998

(Original Signed)  
NGIAM TONG DOW  
PERMANENT SECRETARY  
MINISTRY OF FINANCE  
SINGAPORE

**Lodged in the office of the  
Registrar of Companies by**

Name :

Address :

Tel. No. :

ND/SECT-29(4)AMP

**For Official Use**

Date of Registration :

Receipt No. :

Checked By :

**FORM 10**  
**THE COMPANIES ACT**  
**(CHAPTER 50)**  
**SECTION 23 (3)**  
**LICENCE TO HOLD LAND**

Name of Company: **ASSOCIATION OF MUSLIM PROFESSIONALS**

Company No : **199105100D**

The abovenamed company is hereby licensed to hold the land hereinafter described :

Part of Lot No. 2811 Mukim 26

Also known as 150 Changi Road #04-06/07 Singapore

subject to the condition that :

- (i) The land or any part thereof shall not be sold or transferred within 5 years from the date of acquisition. Thereafter the land or any part thereof shall not be sold or transferred without the prior consent of the Minister; and
- (ii) Except for the mortgage to Oversea-Chinese Banking Corporation Limited for a loan of S\$3,350,000 for the purchase of the land, the land shall not be mortgaged without the prior consent of the Minister.

Dated this 30<sup>th</sup> April 1998.

(Original Signed)  
NGIAM TONG DOW  
PERMANENT SECRETARY  
MINISTRY OF FINANCE  
SINGAPORE

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**Lodged in the office of the  
Registrar of Companies by**

Name :

Address :

Tel. No. :

AA11/FORM 10SECT-23(3)

**For Official Use**

Date of Registration :

Receipt No. :

Checked By :



**THE COMPANIES ACT, CAP. 50**  
**SECTION 29(4)**

**CONSENT OF MINISTER TO THE ALTERATIONS OF MEMORANDUM  
AND ARTICLES OF ASSOCIATION**

**WHEREAS** The **ASSOCIATION OF MUSLIM PROFESSIONALS** (Regn No.199105100D) (hereinafter referred to as "the Company") is a company limited by guarantee and incorporated on 10 October 1991.

**AND WHEREAS** the Company is prohibited from altering its Memorandum and Articles of Association unless such alterations have been submitted to and approved by the Minister empowered to act under the provisions of Section 29 of the Companies Act.

**AND WHEREAS** the company desires that its Memorandum of Association be altered by inserting the following clause 3(5)(n) :

"Subject to the approval of the Minister, borrow or raise money from licenced banks or other financial institutions in Singapore in such manner as the Association shall think fit and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Association (both present and future)

PROVIDED THAT the exercise of the said power shall only be made for the purpose of purchasing real property to fulfil the objectives of the Association."

**AND WHEREAS** the company desires that its Articles of Association be altered by deleting Articles 1 to 94 and substituting with Articles 1 to 94 listed in Schedule A attached hereto.

**CONSENT** is hereby given by the Minister for Finance to the Company to make the abovementioned alterations to its Memorandum and Articles of Association subject to the condition listed in Schedule B attached hereto.

Dated this 11<sup>th</sup> day of March 1998.

(Original Signed)  
NGIAM TONG DOW  
PERMANENT SECRETARY  
MINISTRY OF FINANCE  
SINGAPORE

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**Lodged in the office of the  
Registrar of Companies by**

Name :  
Address :  
Tel. No. :

**For Official Use**

Date of Registration :  
Receipt No. :  
Checked By :

## **Schedule B**

In respect of clause 3(5)(n) of the Memorandum of Association, if the money borrowed or raised is to finance the purchase of land, the following shall apply :

- (a) the land or any part thereof shall not be sold or transferred within 5 years from the date of acquisition; thereafter, the land or any part thereof shall not be sold or transferred without the prior consent of the Minister; and
- (b) the land shall not be mortgaged without the prior consent of the Minister.

THE COMPANIES ACT, CAP. 50  
COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

**MEMORANDUM OF ASSOCIATION  
OF THE  
ASSOCIATION OF MUSLIM PROFESSIONALS**

No.	Clause	Proposed Amendment	Comments
1.	<p><b>Registered Name And Office</b></p> <p><b>1.</b> The name of the Company (hereinafter called "the Association") is ASSOCIATION OF MUSLIM PROFESSIONALS.</p> <p><b>2.</b> The registered office of the Association shall be situated in the Republic of Singapore.</p> <p><b>3.</b> The Association is established to facilitate the mobilization of Malay/Muslim professionals and all available resources necessary for the attainment of all or any of the objects below:-</p> <p>(1) To promote, encourage, enhance, upgrade and improve the performance of the members of the Malay/Muslim community in the area of education and the advancement of education generally. Without prejudice to the generality of the foregoing, the Association may:-</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Clause	Proposed Amendment	Comments
	<ul style="list-style-type: none"> <li data-bbox="392 331 1086 497">(a) undertake, embark on and manage activities and projects to enhance and improve the performance of Malay/Muslim students in all fields of study and at all levels of education so as to achieve excellence in learning;</li> <li data-bbox="392 518 1097 715">(b) promote, undertake and embark on research activities for the purposes of educating and promoting awareness in the Malay/Muslim community and the public in the issues or other matters affecting the Malay/Muslim community and the public;</li> <li data-bbox="392 735 1086 970">(c) set up and award scholarships, bursaries, allowances, grants or loans to deserving Malay/Muslim students accepted by or attending any school, polytechnic, university, educational establishment or other institutions of higher learning which may from time to time be approved by the Association;</li> <li data-bbox="392 991 1064 1086">(d) promote, develop and encourage the growth and progress of Malay/Muslim culture and literature, and the Malay language;</li> <li data-bbox="392 1107 1097 1273">(e) conduct and carry out activities, projects, seminars and conferences to provide the necessary training and guidance in skills development for the purpose of improving and promoting the participation of the Malay/Muslim community in the economy;</li> </ul>	No amendment.	

	<p>(f) establish, form, conduct, undertake, manage or participate in business and economic activities to promote the education of the Malay/Muslim community in the areas of business and management;</p> <p>(g) do all such lawful things as are necessary for the advancement of education in the Malay/Muslim community.</p> <p>(2) To provide assistance and relief, financial or otherwise to needy and deserving members of the Malay/ Muslim community to enable them to undertake all necessary measures to upgrade and improve their economic and educational status.</p> <p>(3) To promote, encourage, enhance, upgrade and improve the acquisition of moral values.</p> <p>(4) To undertake and embark on the conduct of all such other lawful activities for such other purposes which are beneficial to the Malay/Muslim community or of general benefit to all other communities in Singapore. Without prejudice to the generality of the foregoing, the Association may:</p> <p>(a) carry out, undertake or embark on activities to preserve and safeguard the health of all persons and in particular Malay/Muslim persons who are in danger of becoming addicted to or dependent upon drugs of any description, alcohol, solvents or other addictive substances.</p>	<p>No amendment.</p>	
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No.	Clause	Proposed Amendment	Comments
	<p>(b) carry out, undertake or embark on activities with a view to eradicate, resolve and remedy the social problems faced by the Malay/Muslim community.</p> <p>(5) To do all such lawful things which are conducive or incidental to the attainment of the above objects or any of them and provided that nothing shall be done solely for commercial reasons or for profit. Without prejudice to the generality of the foregoing; the Association may:-</p> <p>(a) enter into any cooperative arrangements with the Government, statutory bodies or any other organisations that may seem conducive to the Association's objects, or any of them; and obtain from the Government, statutory bodies or any other organisations any rights, privileges, and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such cooperative arrangements, rights, privileges and concessions;</p> <p>(b) purchase, take on lease or in exchange, hire or otherwise acquire any real and personal estate or property which may be deemed necessary or convenient for any of the purposes of the Association.</p>	No amendment.	

No.	Clause	Proposed Amendment	Comments
	<p>(c) obtain, collect and receive monies and funds by way of contribution, donation, affiliation fees, subscriptions, legacies, grants and any other lawful method and accept and receive gifts of property of any description (whether subject to any special trust or not).</p> <p>(d) assist any body or bodies, in particular those of Malay/Muslim character, financially or otherwise.</p> <p>(e) construct, maintain, alter and upkeep any house, building or works necessary or convenient for the purposes of the Association.</p> <p>(f) take all necessary steps for the purpose of procuring contributions to the Association in any form.</p> <p>(g) sell, manage, lease, dispose of, transfer or otherwise deal with all or any part of the property of the Association for the purposes of the Association.</p> <p>(h) acquire by subscription, purchase or otherwise, to accept and take, hold and sell, shares or stock in any company, corporation, society or undertaking, for the purposes of the Association.</p> <p>(i) undertake and execute any trust or any agency business which may seem directly or indirectly conducive to any objects of the Association.</p>	No amendment.	



No.	Clause	Proposed Amendment	Comments
	<p>(j) subscribe to, and promote the aims and objects of any society, institute or organisation and to encourage and support any society, institute or organisation whose objects are not in variance with those of the Association.</p> <p>(k) subscribe to or otherwise aid benevolent, charitable, national or other charitable institutions and to grant donations to any institution of a public character registered under the Charities Act.</p> <p>(l) pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Association and to remunerate any person or persons for services rendered in the promotion and establishment of the Association.</p> <p>(m) accept stock or shares in, or the debentures, mortgage debentures or other securities of any company, corporation or society in payment or part payment for any services rendered or for any sale made to or debt owing from any such company, corporation or society.</p>	No amendment.	

No.	Clause	Proposed Amendment	Comments
	<p>(n) Subject to the approval of the Minister, borrow or raise money from licenced banks or other financial institutions in Singapore in such manner as the Association shall think fit and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Association (both present and future) PROVIDED THAT the exercise of the said power shall only be made for the purpose of purchasing real property to fulfil the objectives of the Association.</p> <p>(6) To do all such other lawful acts or things which in the opinion of the Board of Directors of the Association shall benefit the Association, provided that the Association shall not support with its funds any political organisation.</p>	No amendment.	
2.	<p><b>Application of Profits</b></p> <p>4. The income and property of the Association shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Association.</p>	No amendment.	

No.	Clause	Proposed Amendment	Comments
	<p>PROVIDED that nothing in this clause shall prevent the payment in good faith of reasonable and proper remuneration to any member, officer or servant of the Association not being a member of its Board for any services rendered to the Association or reasonable and proper rent for premises demised or let to the Association by any member of the Association.</p>	No amendment.	
3.	<p><b>Additions and Amendments</b></p> <p>5. No addition, restriction, alteration or amendment shall be made to this Memorandum or Articles of Association for the time being in force, unless the same shall have been previously consented to by the Commissioner of Charities and approved by a special resolution carried by a majority of three-fourths (3/4) of all votes cast by Members present and entitled to vote at a general meeting of Members (or by their duly appointed proxies).</p>	No amendment.	
4.	<p><b>Licence under Companies Act</b></p> <p>6. Clause 4 of this Memorandum of Association is subject to conditions which may be set out in the licence granted by the Minister of Finance to the Association in pursuance of the power vested in him under Section 29 (1) of the Companies Act (Cap 50).</p>	No amendment.	
5.	<p><b>Limited Liability</b></p> <p>7. The liability of the members is limited.</p>	No amendment.	

No.	Clause	Proposed Amendment	Comments
6.	<p><b>Contribution to assets of the Association</b></p> <p>8. Every member, except Associate and Honorary members, of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding Singapore Dollars One Hundred (\$100.00) only.</p>	No amendment.	

No.	Clause	Proposed Amendment	Comments
7.	<p><b>Surplus assets</b></p> <p>9. If on the winding-up or dissolution of the Association, or in the event of the Association ceasing to be a registered charity under the Charities Act there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other charitable institution or institutions of a public character in Singapore which are registered under the Charities Act, (Cap. 37).</p>	<p>9. If on the winding-up or dissolution of the Association, or in the event of the Association ceasing to be a registered charity under the Charities Act, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be donated to charitable organisation(s), or Institution(s) of a Public Character, when the Association is an Institution of a Public Character, as the case may be, with similar objectives in Singapore which is(are) registered under the Charities Act, as determined by the members of the Association at or before the time of dissolution or cessation as a registered charity.</p>	<p>To ensure that in the event AMP is dissolved or ceases to be a registered charity, the charity's funds are used in accordance to its intended purpose.</p>

No.	Clause	Proposed Amendment	Comments
8.	<p><b>Accounts to be kept</b></p> <p><b>10.</b> True accounts shall be kept of the sums of money received and expended by the Association and the matter in respect of which such receipts and expenditure take place of all sales and purchases of goods by the Association and subject to any reasonable restrictions as to the time and manner of inspecting the same as may be imposed in accordance with the Rules or Byelaws of the Association for the time being and such accounts shall be open to the inspection of the members. Once at least in every year, the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified auditor or auditors approved by the Commissioner of Charities.</p>	No amendment.	

We, the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association.

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**NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS**

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- |   |  |                   |
|---|--|-------------------|
| 1 | MUHAMMAD HUSSIN BIN MUTALIB (DR)<br>17B, JALAN SELAMAT<br>SINGAPORE 1441<br>LECTURER                       | (Original Signed) |
| 2 | DARKE BIN MOHAMED SANI<br>BLK. 522, JURONG WEST STREET 52<br>#04-227, SINGAPORE 2264<br>SALES UNIT MANAGER | (Original Signed) |
- 

Dated the 6<sup>th</sup> day of August 1991.

Witness to the above signatures:-

(Original Signed)  
HUSSIEN BIN ABDUL LATIFF  
ADVOCATE AND SOLICITOR  
SINGAPORE

**A.L. HUSSIEN & CO.**  
ADVOCATES & SOLICITORS  
#03-00 P.K.M. BUILDING  
218E, CHANGI ROAD,  
SINGAPORE 1441  
TEL. 3445738 & 3445748  
TELEX: RS 50727 PEOCON  
TELEFAX: 4404844



**THE COMPANIES ACT, CAP. 50  
COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL**

**ARTICLES OF ASSOCIATION  
OF THE**

**ASSOCIATION OF MUSLIM PROFESSIONALS**

**SCHEDULE A**

(Incorporating all the Alterations stated in the Special Resolution passed on 5/11/2011 & 10/10/2015)

<b>No.</b>	<b>Regulation</b>	<b>Proposed Amendment</b>	<b>Comments</b>
1.	<b>Table A</b> 1. The regulations in Table A in the Fourth Schedule to the Companies Act (Cap 50) shall not apply to the Association, except in so far as the same are repeated or contained in these Articles.	No amendment.	

No.	Regulation	Proposed Amendment	Comments												
2.	<p><b>Interpretation</b></p> <p>2. In these Articles unless the subject or context otherwise requires, the words standing in the first column of the table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof.</p> <table border="0" data-bbox="302 558 1097 1236"> <thead> <tr> <th data-bbox="302 558 627 598"><b>Words</b></th> <th data-bbox="627 558 1097 598"><b>Meanings</b></th> </tr> </thead> <tbody> <tr> <td data-bbox="302 630 627 766">(1) "The Act"</td> <td data-bbox="627 630 1097 766">The Companies Act, (Cap. 50) and any statutory modification or re-enactment thereof for the time being in force.</td> </tr> <tr> <td data-bbox="302 798 627 933">(2) "The Articles"</td> <td data-bbox="627 798 1097 933">These Articles of Association as originally framed or as altered from time to time by Special Resolution.</td> </tr> <tr> <td data-bbox="302 965 627 1037">(3) "The Association"</td> <td data-bbox="627 965 1097 1037">Association of Muslim Professionals.</td> </tr> <tr> <td data-bbox="302 1069 627 1141">(4) "The Advisors"</td> <td data-bbox="627 1069 1097 1141">The Advisors for the time being of the Association.</td> </tr> <tr> <td data-bbox="302 1173 627 1236">(5) "The Board"</td> <td data-bbox="627 1173 1097 1236">The Board of Directors for the time being of the Association.</td> </tr> </tbody> </table>	<b>Words</b>	<b>Meanings</b>	(1) "The Act"	The Companies Act, (Cap. 50) and any statutory modification or re-enactment thereof for the time being in force.	(2) "The Articles"	These Articles of Association as originally framed or as altered from time to time by Special Resolution.	(3) "The Association"	Association of Muslim Professionals.	(4) "The Advisors"	The Advisors for the time being of the Association.	(5) "The Board"	The Board of Directors for the time being of the Association.	No amendment.	
<b>Words</b>	<b>Meanings</b>														
(1) "The Act"	The Companies Act, (Cap. 50) and any statutory modification or re-enactment thereof for the time being in force.														
(2) "The Articles"	These Articles of Association as originally framed or as altered from time to time by Special Resolution.														
(3) "The Association"	Association of Muslim Professionals.														
(4) "The Advisors"	The Advisors for the time being of the Association.														
(5) "The Board"	The Board of Directors for the time being of the Association.														

No.	Regulation	Proposed Amendment	Comments
	<p>(6) "The Directors" The Directors for the time being of the Association; including Additional Directors.</p> <p>(7) "Ordinary Member" A person who is admitted and registered in the Register as an Ordinary Member of the Association.</p> <p>(8) "The Memorandum" The Memorandum of Association of the Association as originally framed or as altered from time to time by Special Resolution.</p> <p>(9) "Honorary Member" A person admitted as an Honorary Member of the Association.</p> <p>(10) "Member" A person admitted as either an Ordinary, Associate or Honorary Member of the Association.</p> <p>(11) "Month" Calendar month.</p> <p>(12) "The Office" The registered office of the Association.</p> <p>(13) "Register" The register of Ordinary Members.</p>	No amendment.	

No.	Regulation	Proposed Amendment	Comments
	<p>(14) "The Seal"      The Common Seal of the Association.</p> <p>(15) "The Secretary"      Any person appointed to perform the duties of the Secretary of the Association including any person appointed temporarily.</p> <p>(16) "Year"      Calendar year</p> <p>Expressions referring to writing shall, unless the contrary intention appears, be construed as including reference to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.</p> <p>Words importing the singular number only shall include the plural number, and vice versa.</p> <p>Words importing the masculine gender only shall include the feminine gender.</p> <p>Words importing persons shall include statutory bodies, companies or societies constituted under any written law in Singapore.</p> <p>Subject as aforesaid, any words or expressions defined in the Act shall, unless the context otherwise requires, bear the same meanings in these Articles.</p>	No amendment.	

No.	Regulation	Proposed Amendment	Comments
3.	<p><b>Objects</b></p> <p>3. The Association is established for the objects expressed in the Memorandum of Association.</p>	No amendment.	
4.	<p><b>Ordinary Membership</b></p> <p>4. Ordinary Members of the Association shall comprise the subscribers to the Memorandum of Association and such other persons as are admitted to Ordinary Membership in accordance with the Articles and whose names are entered in the Register.</p> <p>5. Only Muslim natural persons, and statutory bodies, companies or societies constituted under any written law in Singapore of Malay/Muslim character shall be eligible for admission as Ordinary Members of the Association.</p>	<p>No amendment.</p> <p><b>5(A).</b> A person who is an employee of the Association or any of its subsidiaries, upon joining and/or while still being employed shall not be eligible to be an Ordinary Member. However, an employee of the Association or any of its subsidiaries may apply to be an Associate Member, if he/she so desires.</p>	<p>To add in as new regulation 5(A).</p> <p>This is to avoid any possible conflict of interest in employer-employee relationship. An employee is eligible to be an Associate Member.</p>

No.	Regulation	Proposed Amendment	Comments
	<p>6. The number of Ordinary Members which the Association may register is unlimited subject to a minimum of three members.</p>	No amendment.	
5.	<p><b>Associate Members</b></p> <p>7. Associate Membership shall be open to persons who in the opinion of the Board can contribute to and further the objectives of the Association.</p>	No amendment.	
6.	<p><b>Honorary Members</b></p> <p>8. Honorary Membership may be conferred on prominent and reputable persons of the Malay/Muslim community who have been associated with other Malay/Muslim organisations or the Association generally, or on persons who in the opinion of the Board would serve to further the interests of the Association.</p> <p>9. The appointment of Honorary Members shall be by written invitation from the Board. Such Honorary Membership may be withdrawn from the person by the Board's discretion with reasonable cause being stated.</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
7.	<p><b>Application for Membership</b></p> <p><b>10.</b> Applications for all categories of Membership shall be submitted to the Board in such form as may be prescribed from time to time by the Board; which may, at its sole discretion, accept or reject any application as it deems fit. The Board is not bound and shall not be required to furnish any reasons whatsoever to any unsuccessful applicant. The decision of the Board shall be final.</p> <p><b>11.</b> The Board may set out the privileges, terms and conditions for all categories of Membership and the procedure for the application and approval of applicants, and alter, at its sole discretion, at any time, any of these privileges, terms and conditions without prior notice.</p> <p><b>12.</b> Any Member may terminate his Membership by giving notice in writing to the Association to that effect. The termination shall commence on the date of receipt of the same by the Association.</p> <p><b>13.</b> Subject to the provisions of the Articles, the privileges of a Member are not transferable and shall cease on termination of Membership. Membership shall be deemed to have terminated upon the death (in the case of a natural person) or the liquidation or deregistration (in the case of a statutory body, company or society) of a Member.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
8.	<p><b>Disciplinary Action</b></p> <p>14. The Board shall have the power to take disciplinary action against any Ordinary, Associate or Honorary Member:</p> <ul style="list-style-type: none"> <li>(1) who has engaged in any activity detrimental to the interest of the Association;</li> <li>(2) who has acted in any way prejudicial to the interest of the Association;</li> <li>(3) who has wilfully damaged any property of the Association;</li> <li>(4) who is in consistent breach of the Association's regulations;</li> <li>(5) who has been convicted of a seizable offence or offence involving fraud or dishonesty;</li> <li>(6) whose conduct in the opinion of the Board renders the Ordinary, Associate or Honorary Member unfit for Membership to the Association; or</li> <li>(7) who is more than six (6) months in arrears with his annual subscription fee or other fees (if any);</li> </ul>	No amendment.	



No.	Regulation	Proposed Amendment	Comments
	<p><b>PROVIDED</b> that the Member concerned shall be given at least seven (7) days notice of his matter being referred to the Disciplinary Committee; <b>AND THAT</b> the Board may not take any disciplinary action against a Member nor refer his matter to the Disciplinary Committee if more than one (1) year will have expired from the date of occurrence of the alleged misconduct and the date of commencement of the disciplinary action or referral to the Disciplinary Committee.</p> <p><b>15.</b> Disciplinary action may, without limitation, take the form of suspension of or expulsion from Membership, censure at an annual general meeting, requiring repair or replacement of the property damaged.</p> <p><b>16.</b> Subject to the provisions of the Articles, the Disciplinary Committee may conduct its hearings and investigations in such manner as it thinks fit.</p> <p><b>17.</b> An Ordinary, Associate or Honorary Member who has been expelled shall be deemed to have had his Membership terminated and shall therefore cease to be a member of the Association.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>18.</b> An Ordinary Member whose Ordinary Membership has been terminated shall forfeit all claims to the rights and privileges as an Ordinary Member thereof and in particular will not be entitled to any refund of Annual Subscription Fees paid in advance or entrance fee, if any. Notwithstanding the termination of his Ordinary Membership, he shall be liable within one year from the date of termination to contribute towards the debts and liabilities of the Association contracted before he ceased to be an Ordinary Member, and all other costs, charges and expenses in the event of the winding up of the Association, up to such amount as may be required PROVIDED that the same does not exceed the sum of Singapore Dollars One Hundred (S\$100.00) only.</p>	No amendment.	
9.	<p><b>Disciplinary Committee</b></p> <p><b>19.</b> The Board may from time to time appoint a Disciplinary Committee comprising three (3) Ordinary Members. The Disciplinary Committee may be appointed in connection with one or more matters or for a fixed period of time or otherwise as the Board may think fit.</p> <p><b>20.</b> Where a cause of sufficient gravity for disciplinary action exists, the Board shall refer the matter for a formal hearing and investigation to the Disciplinary Committee for its determination and recommendation. The Disciplinary Committee shall act only on referral from the Board.</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>21.</b> Subject to Articles 14 and 20, the Disciplinary Committee shall have the power to hear and investigate allegations of misconduct against any Member of the Association and to report its findings to the Board, and to recommend to the Board the appropriate disciplinary action to be taken against the defaulting Member. A Member shall have the right to be heard before the Disciplinary Committee.</p>	No amendment.	
10.	<p><b>Annual Subscription Fee and other Fees</b></p> <p><b>22.</b> The Board may from time to time prescribe the Annual Subscription Fee and entrance fee, if any, to be paid by Ordinary and Associate Members of the Association. The Board may prescribe a different scale of Annual Subscription Fee and entrance fee payable by Ordinary Members who are statutory bodies, companies or societies.</p> <p><b>23.</b> The Board may in its discretion impose an additional charge on late payment of any fees.</p> <p><b>24.</b> The Annual Subscription Fee is payable in advance by the first day of July in each year.</p> <p><b>25.</b> Honorary Members shall be exempted from payment of the Annual Subscription Fees.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
11.	<p><b>General Meetings</b></p> <p><b>26.</b> An annual general meeting shall be held once in every calendar year and not more than 15 months after the holding of the last preceding annual general meeting. All other general meetings shall be called extraordinary general meetings.</p> <p><b>27.</b> The Board may, whenever it thinks fit, convene an extraordinary general meeting and extraordinary general meetings shall also be convened on such requisition, or in default may be convened by such requisitionists, as provided by section 176 of the Act.</p>	<p>No amendment.</p> <p>No amendment.</p>	
12.	<p><b>Notice of General Meetings</b></p> <p><b>28.</b> Subject to the provisions of sections 184 and 185 of the Act relating to the convening of meetings to pass special resolutions, 14 days' notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place, the day, and the hour of meeting and, in case of special business, the general nature of that business, shall be given in the manner hereinafter mentioned, or in such other manner, if any, as may be prescribed by the Association in general meeting, to such persons as are, under the Articles, entitled to receive such notices from the Association; but, with the consent of all the Ordinary Members (in the case of the annual general meeting) or at least 95% of the Ordinary Members (in any other case), entitled to receive notice of some particular</p>	<p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p>meeting, that meeting may be convened by such shorter notice and in such manner as those Ordinary Members may think fit.</p> <p><b>29.</b> The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any Ordinary Member shall not invalidate the proceedings at any meeting.</p>	<p>No amendment.</p> <p>No amendment.</p>	
13.	<p><b>Proceedings at General Meetings</b></p> <p><b>30.</b> All business shall be deemed special that is transacted at an extraordinary general meeting, and all that is transacted at an annual general meeting shall also be deemed special, unless it is for the consideration of the accounts, balance sheets, and the reports of the Directors and the auditors, the election of Directors in the place of those retiring at the meeting whether by rotation or otherwise, and the appointment and fixing of the remuneration of the auditors.</p> <p><b>31.</b> Only Ordinary Members shall be entitled to attend general meetings. An Ordinary Member or Ordinary Members entitled to vote being present in person or by proxy or representative and representing between them at least ten percent (10%) of the total Ordinary Membership of the Association shall be a quorum for a general meeting and no business shall be transacted at any general meeting unless a quorum is present at the commencement of business.</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>32.</b> If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Ordinary Members, shall be dissolved; in any other case, the Ordinary Members present numbering at least ten (10) or more in person or by proxies or representatives shall constitute a quorum <b>PROVIDED</b> that it shall not be valid for this meeting to pass any resolution for the alteration, variation, modification or addition to the Memorandum or the Articles.</p> <p><b>33.</b> Where in the circumstances described in Article 32, there are less than ten (10) Ordinary Members present, the meeting shall be adjourned to a date, time and place as the Board may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the adjourned meeting, the Ordinary Members present numbering at least three (3) or more Ordinary Members appearing in person or by proxies or representatives shall constitute a quorum. Notwithstanding Article 32, it shall be valid for this meeting to pass any resolution for the alteration, variation, modification or addition to the Memorandum or Articles.</p> <p><b>34.</b> The Chairman of the Board shall preside as Chairman at every general meeting of the Association.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>35.</b> If there is no such Chairman or if at any meeting he is not present within 15 minutes after the time appointed for holding the meeting or is unwilling to act as Chairman, one of the Directors present shall be Chairman. If there is no Director willing to act as Chairman, the Ordinary Members present shall elect one of their number to chair the meeting.</p> <p><b>36.</b> The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 14 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.</p> <p><b>37.</b> At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded:</p> <ul style="list-style-type: none"> <li>(1) by the Chairman; or</li> <li>(2) by at least five Ordinary Members present in person or by proxies or representatives and having the right to vote at the meeting;</li> </ul>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p>and, unless a poll is so demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book of the proceedings of the Association, shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against, that resolution.</p> <p><b>38.</b> If a poll is duly demanded it shall be taken in such manner as the Chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.</p> <p><b>39.</b> The demand for a poll may be withdrawn by the person or persons making such demand.</p> <p><b>40.</b> All questions submitted to a meeting shall be decided by a simple majority of votes except where a greater majority is required by the Articles or by the Act. In the event of an equality of votes the Chairman shall have a second or casting vote.</p> <p><b>41.</b> A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the Chairman of the meeting directs.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	



No.	Regulation	Proposed Amendment	Comments
	<p><b>42.</b> Subject to the provision of the Act, a resolution in writing signed by all Ordinary Members entitled to receive notice of and to attend and vote at general meetings (or by their duly authorised proxies or representatives) shall be as valid and effective as if it had been passed at a general meeting of the Association duly convened and held. Any such resolution in writing may consist of two (2) or more documents in like form each signed by one or more Ordinary Members.</p>	No amendment.	
14.	<p><b>Votes of Ordinary Members</b></p> <p><b>43.</b> On a show of hands and on a poll, every Ordinary Member present in person or by proxy or representative shall have one vote. A person entitled to cast more than one vote upon a poll need not use all his votes or cast all the votes he uses in the same way.</p> <p><b>44.</b> No Ordinary Member shall be entitled to receive notice of and to attend and to vote at any general meeting unless all sums presently payable by him in respect of his Annual Subscription Fee and other fees have been paid in full. Associate and Honorary Members are not entitled to receive notice of or attend or to vote at any general meeting.</p> <p><b>45.</b> The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorized in writing, or, if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorized. A proxy need not be an Ordinary Member of the Association.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>45(A).</b> A Member shall not appoint as his proxy a person who has been appointed as proxy by two (2) other Members and in default the instrument of proxy shall not be treated as valid.</p> <p><b>46.</b> The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Office or at the place or one of such places (if any) as may be specified for that purpose in or by way of note to the notice convening the meeting not less than 48 hours before the time for holding the meeting or adjourned meeting, at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.</p> <p><b>47.</b> A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death of the principal or the revocation of the proxy <b>PROVIDED</b> that no intimation in writing of the revocation has been received at the Office or such other place as was specified for the deposit of proxies or by the Chairman of the meeting before the vote is given.</p> <p><b>48.</b> No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution unless it states that it is valid for all meetings whatsoever until revoked with the exception that any instrument may be used at any adjournment of the meeting for which it was originally intended.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>49.</b> An instrument appointing a proxy shall be such form which the Board may approve.</p>	No amendment.	
15.	<p><b>Corporations acting by Representatives at Meetings</b></p> <p><b>50.</b> Any company which is an Ordinary Member of the Association, may, by resolution of its directors or other governing body, authorize such person as it thinks fit to act as its representative at any general meeting of the Association, and the person so authorized shall be entitled to exercise the same powers on behalf of the company which he represents as that company could exercise if it were an individual Ordinary Member of the Association.</p>	No amendment.	
16.	<p><b>The Advisors</b></p> <p><b>51.</b> The Board may appoint Advisors who shall comprise eminent members of the Muslim community.</p> <p><b>52.</b> The Advisors shall have an advisory role and shall only advise the Board upon the Board's request.</p> <p><b>53.</b> An Advisor shall vacate his office if he:</p> <ul style="list-style-type: none"> <li>(1) becomes bankrupt or makes any arrangement or composition with his creditors generally; or</li> <li>(2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his property and affairs; or</li> <li>(3) resigns his office by written notice to the Association; or</li> </ul>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p>(4) is directly or indirectly interested in any contract with the Association and fails to declare the nature of his interest to the Association; or</p> <p>(5) in the opinion of the Board, has acted in a manner detrimental to the good name or interest of the Association; or</p> <p>(6) at any time on or after his appointment becomes a member of any political party; and the Board has given him written notice to that effect.</p> <p><b>54.</b> The tenure of appointment of the Advisors shall be for such a period of time as the Board may determine and retiring Advisors shall be eligible for reappointment.</p>	<p>No amendment.</p> <p>No amendment.</p>	
17.	<p><b>Board of Directors</b></p> <p><b>55.</b> Unless otherwise determined by general meeting, the number of Directors shall be at least three (3) and not more than ten (10). The Association may from time to time in general meeting increase or reduce the number of Directors. The first Directors shall be Dr. Muhammad Hussin bin Mutalib and Darke bin Mohamed Sani.</p> <p><b>56.</b> Subject to the provisions of the Articles, the Board shall have power at any time to appoint any person to be a Director to fill a casual vacancy or to be an Additional Director <b>PROVIDED</b> that:</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p>(a) the total number of Directors and Additional Directors shall not at any time exceed ten (10) and five (5) respectively;</p> <p>(b) any person so appointed as a Director to fill a casual vacancy or an Additional Director shall hold office only until the following annual general meeting, and shall thereafter be eligible for re-appointment, or until otherwise removed by the Association;</p> <p>(c) notwithstanding sub-clause (b) above, any Director appointed to fill a casual vacancy or Additional Director appointed shall be eligible for no more than one (1) re-appointment as an Additional Director, and shall thereafter not be eligible for re-appointment as an Additional Director but shall be eligible for election as Director;</p> <p>(d) notwithstanding any other provisions in this Article 56, any candidate who fails to get elected as Director or Director who fails to get re-elected at an annual general meeting shall not be eligible for appointment as a Director to fill a casual vacancy or an Additional Director for a year commencing from the date of such annual general meeting;</p>	No amendment.	

No.	Regulation	Proposed Amendment	Comments
	<p>(e) no Director may be appointed or re-appointed by the Board, or be eligible for re-election at an annual general meeting for a period of one (1) year from the date of retirement, if prior to re-appointment or re-election, he has been elected and held the office of Director for the period of 6 continuous years; and</p> <p>(f) no Additional Director may be appointed or re-appointed by the Board for a period of one (1) year from the date of retirement, if prior to re-appointment or re-election, he has been elected and held the office of Director for the period of 6 continuous years.</p>	No amendment.	
	<p><b>56(A).</b> The Board may in its discretion and at any time co-opt:-</p> <p>(a) Such number of persons as may be required to fill in vacancies in the number of Directors to be appointed; and</p> <p>(b) Such number of persons, if required, to assume the office of Director that has become vacant.</p> <p><b>56(B).</b> In the event that the Board appoints any person to be a Director to fill a casual vacancy or to be an Additional Director, the Board shall inform the Members of the Association of this appointment.</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>57.</b> Subject to the provisions of the Articles, the Directors may elect the Chairman of the Board; but if no such chairman is elected, or if at any meeting the Chairman is not present within 15 minutes after the time appointed for holding the same, the Directors present may choose one of their number to be chairman of the meeting.</p> <p><b>57(A).</b> Notwithstanding Article 61, a Director who is appointed as Chairman of the Board may serve in the office of Chairman for a maximum of four (4) consecutive years provided that his term of office as Director does not exceed eight (8) consecutive years. For the avoidance of doubt, the Chairman of the Board shall also hold the office of Director for as long as he is the Chairman.</p> <p><b>58.</b> The Chairman shall hold office for so long as he is a Director and shall retire at the same time he retires as a Director and be eligible for re-appointment as Chairman at that time if he is also eligible for re-appointment as a Director.</p> <p><b>59.</b> The Board may repay to any Director all such reasonable expenses as he may incur in attending meetings of the Board or of any committee of Directors, or general meetings or otherwise in or about the business of the Association.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
18.	<p><b>Nominating Committee</b></p> <p><b>59(A).</b> The Association shall have a Nominating Committee consisting of three (3) existing Members of the Association to be appointed by the Board for a two-year period.</p> <p><b>59(B).</b> The Nominating Committee shall comprise of the following persons who are appointed by the Board:-</p> <p>(a) The current Chairman; and</p> <p>(b) Two other Members, who need not be Directors or Additional Directors.</p> <p><b>59(C).</b> The Nominating Committee's duties are to propose to the general meeting candidates for election to the Board of Directors; and to recommend Additional Directors to the Board as and when necessary for appointment by the Board under Article 56.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	
19.	<p><b>Disqualification of Directors</b></p> <p><b>60.</b> The office of a Director shall be vacated if the Director :-</p> <p>(1) becomes bankrupt or makes any arrangement or composition with his creditors generally; or</p> <p>(2) is convicted of a seizable offence or offence involving fraud or dishonesty; or</p> <p>(3) becomes prohibited from being a director under any of the provisions of the Act or any order made under the Act; or</p>	<p>No amendment.</p>	



No.	Regulation	Proposed Amendment	Comments
	<p>(4) becomes incapable by reason of mental disorder, illness or injury of managing and administering his property and affairs; or</p> <p>(5) subject to section 145 of the Act, resigns his office by written notice to the Association; or</p> <p>(6) is directly or indirectly interested in any contract with the Association and fails to declare the nature of his interest as required by the Act; or</p> <p>(7) is removed from office pursuant to the provisions of the Articles; or</p> <p>(8) is or becomes at anytime on or after his appointment, a member of any political party <b>PROVIDED</b> that his Ordinary Membership in the Association, shall not be affected; or</p> <p>(9) is absent from three (3) consecutive Board meetings without reasonable cause; or</p> <p>(10) ceases to be an Ordinary Member of the Association.</p>	No amendment.	
20.	<p><b>Retirement of Directors and Eligibility for Appointment</b></p> <p><b>61.</b> Subject to the provisions of the Articles, at every alternate annual general meeting, two (2) of the Directors for the time being, shall retire from office. The Directors to retire shall be those who have been longest in office since their last election, but as between persons who become Directors on the same day, those to retire (unless they otherwise agree among themselves) shall be determined by poll among the Directors.</p>	No amendment.	

No.	Regulation	Proposed Amendment	Comments
	<p><b>PROVIDED ALWAYS</b> and subject to Article 57(A), that</p> <ul style="list-style-type: none"> <li>(a) any retiring Director who has been holding office for a term of six (6) or more consecutive years shall not be eligible for re-election or re-appointment as Director for a period of one (1) year from the date of retirement;</li> <li>(b) any retiring Director who has been elected and holding office for a term of less than six (6) consecutive years shall be eligible for re-election, <b>PROVIDED</b> that such retiring Director, when re-elected, shall retire from office at the next alternate annual general meeting, and shall not be eligible for re-election or re-appointment as Director for a period of one (1) year from the date of retirement in the event that he has been holding office for a term of six (6) or more consecutive years at such next alternate annual general meeting.</li> </ul>	No amendment.	
21.	<p><b>Powers and Duties of Board</b></p> <p><b>62.</b> The business of the Association shall be managed by the Board, which may pay all expenses incurred in promoting and registering the Association, and may exercise all such powers of the Association as are not, by the Act or by the Articles, required expressly to be exercised by the Association in general meeting, subject nevertheless to the provisions of the Act or the Articles and to such regulations of the Association, being not inconsistent with the aforesaid provisions, as may be prescribed by the Board; but no regulation made by the Board shall invalidate any prior act of the Board which would have been valid if that regulation had not been made.</p>	No amendment.	

No.	Regulation	Proposed Amendment	Comments
	<p data-bbox="293 499 1106 592"><b>63.</b> The Board shall employ all such officers and servants as it may consider necessary, and shall regulate their duties and fix their salaries.</p> <p data-bbox="293 632 1081 831"><b>64.</b> All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for monies paid to the Association, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, in such manner as the Board shall from time to time by resolution determine.</p>	<p data-bbox="1133 280 1563 448"><b>62(A).</b> Any changes in the Board of Directors shall be notified to the Commissioner of Charities within two (2) weeks of the change.</p> <p data-bbox="1133 499 1346 528">No amendment.</p> <p data-bbox="1133 632 1554 1102"><b>64.</b> All cheques, promissory notes, drafts, bills of exchange, and other negotiable or transferrable instruments and all receipts for monies paid to the Association shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be by at least 2 directors or in such manner as the Board shall from time to time by resolution determine.</p>	<p data-bbox="1597 280 2011 464">To add in new regulation 62(A). The charity is required to keep the Commissioner of Charities informed of any changes in the Board composition.</p> <p data-bbox="1597 632 1989 759">For good governance, it is recommended that payment instruments are signed by at least 2 authorised signatories.</p>



No.	Regulation	Proposed Amendment	Comments
	<p><b>67.</b> The Executive Director shall receive such remuneration as the Board may determine.</p> <p><b>68.</b> The Association may by ordinary resolution, of which special notice has been given in accordance with the Act, remove any Director before the expiration of his period of office notwithstanding any provision in the Articles or in any agreement between the Association and such Director. The Association may by ordinary resolution appoint another person in place of the Director removed under this Article.</p>	<p>No amendment.</p> <p>No amendment.</p>	
22.	<p><b>Directors' Interests</b></p> <p><b>69.</b> (1) A Director may be a party to or in any way interested in any contract or arrangement or transaction to which the Association is a party or in which the Association is in any way engaged or concerned or interested. On any matter in which a Director is in any way directly or indirectly, has an interest in a transaction or project or other matter to be discussed at a meeting, the Director shall disclose the nature of his interest before the discussion on the matter begins. The Director shall not participate in the discussion or vote on the matter, and shall offer to withdraw from the meeting and the Board shall decide if this is to be accepted. The Director may nevertheless be taken into account for the purposes of a quorum and (save as otherwise agreed) may retain for his own absolute use and benefit all profits and advantages directly or indirectly accruing to him therefrom.</p>	No amendment.	

No.	Regulation	Proposed Amendment	Comments
	(2) A Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract with the Association shall declare the nature of his interest in accordance with the provisions of the Act.	No amendment.	
23.	<p data-bbox="293 448 651 480"><b>Proceedings of the Board</b></p> <p data-bbox="293 501 1099 836"><b>70.</b> The Board may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the Chairman shall have a second or casting vote. A Director may, or the Secretary may on the requisition of three (3) Directors, at any time summon a meeting of the Board. It shall not be necessary to give notice of a meeting of the Board to any Director for the time being absent from Singapore.</p> <p data-bbox="293 873 1099 1070"><b>71.</b> The quorum necessary for the transaction of the business of the Board shall be one-third of the total number of Directors. If within half an hour from the time appointed for the meeting, a quorum is not present, the Directors present, numbering three or more persons, shall constitute a quorum.</p> <p data-bbox="293 1107 1099 1369"><b>72.</b> The continuing Directors may act notwithstanding any vacancy in the Board, but, if and so long as their number is reduced below the number fixed by or pursuant to the Articles as the necessary quorum of the Board, the continuing Directors may act for the purpose of increasing the number of Directors to that number, or of summoning a general meeting of the Association, but for no other purpose.</p>	<p data-bbox="1135 448 1346 480">No amendment.</p> <p data-bbox="1135 873 1346 904">No amendment.</p> <p data-bbox="1135 1107 1346 1139">No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>73.</b> A resolution in writing or copies thereof signed or approved by letter or facsimile or other form of visible communication by a majority of the Directors shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the Directors.</p> <p><b>74.</b> The Board may delegate any of its powers to committees consisting of such persons as it thinks fit and any person so appointed need not be a Director or a Member of the Association; and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulation that may be imposed on it by the Board.</p> <p><b>75.</b> All acts done by any meeting of the Board or of a committee of Directors, or by any person acting as a Director, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	
24.	<p><b>Secretary</b></p> <p><b>76.</b> The Secretary shall be appointed by the Board for such term, at such remuneration and upon such conditions as the Board may think fit; And any Secretary so appointed may be removed by the Board.</p>	<p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
25.	<p><b>The Seal</b></p> <p><b>77.</b> The Board shall provide for the safe custody of the Seal, which shall only be used by the authority of the Board, and every instrument to which the Seal shall be affixed shall be signed by a Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed by the Board for this purpose.</p>	No amendment.	
26.	<p><b>Endowment Fund</b></p> <p><b>78.</b> The Board may establish a fund to be called the Endowment Fund, into which the Board shall pay any contribution or donation received by the Association. The monies in the Endowment Fund shall be utilised only as hereinafter provided and not for any other purpose whatsoever. The monies in the Endowment Fund shall be invested in such securities or investments as the Board may, in its discretion, think fit. The Board may use the income derived from the monies or the investments of the Endowment Fund to meet the expenditure of the Association; and if approved by a Special Resolution passed by the Association, use the corpus of the Endowment Fund including proceeds from the sale of investments of the Endowment Fund for the purposes of the Association.</p>	No amendment.	
27.	<p><b>Accounts</b></p> <p><b>79.</b> The Board shall cause proper books of account to be kept with respect to:</p>	No amendment.	



No.	Regulation	Proposed Amendment	Comments
	<p>(1) all sums of money received and expended by the Association and the matters in respect of which the receipt and expenditure takes place; and</p> <p>(2) the assets and liabilities of the Association.</p> <p>Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the Association's affairs and to explain its transactions.</p> <p><b>80.</b> The books of account shall be kept at the registered office of the Association or, subject to section 199(3) of the Act, at such other place or places as the Board thinks fit, and shall always be open to the inspection of the Directors.</p> <p><b>81.</b> The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Association or any of them shall be open to the inspection of Ordinary Members, and no Ordinary Member shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Board or by the Association in general meeting.</p>	<p>No amendment.</p> <p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>82.</b> Once at least in every year the Board shall lay before the Association in general meeting, a profit and loss account and balance sheet for the period since the preceding account or (in the case of the first account) since the incorporation of the Association, made up to a date not more than six months before such meeting. The said account and balance sheet shall be accompanied by such reports and documents and shall contain such particulars as are prescribed by section 201 of the Act.</p> <p><b>83.</b> A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Association in general meeting, together with a copy of the Directors' report and a copy of the auditors' report, shall not less than 14 days before the date of the meeting be sent to every Ordinary Member of, and every holder of debentures of, the Association and to all persons other than Ordinary Members or holders of debentures of the Association, being persons entitled to receive notices of general meetings of the Association <b>PROVIDED</b> that this Article shall not require a copy of those documents to be sent to any person of whose address in Singapore the Association is not aware.</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
28.	<p><b>Audit</b></p> <p><b>84.</b> Once at least in every year the accounts of the Association shall be examined, and the correctness of the profit and loss account and balance sheet ascertained by one or more auditor or auditors, and the provisions of sections 205, 206, 207, 208, 209 and 209A of the Act and any modification or re-enactment thereof for the time being in force in regard to audit and auditors shall be observed.</p>	No amendment.	
29.	<p><b>Notices</b></p> <p><b>85.</b> A notice may be given by the Association to any Member either personally or by sending it by post or by facsimile to him to his registered address, or (if he has no registered address within Singapore) to the address, if any, within Singapore supplied by him to the Association for the giving of notices to him, or using electronic communications to the current address of that person.</p> <p><b>86.</b> Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 24 hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.</p>	<p>No amendment.</p> <p>No amendment.</p>	

No.	Regulation	Proposed Amendment	Comments
	<p><b>87.</b> The Association shall not be obliged to serve any notice of meeting to Ordinary Members who has no registered address within Singapore and has not supplied to the Association an address within Singapore for the giving of notices to him.</p> <p><b>88.</b> Subject to the provisions of the Articles, notice of every general meeting shall be given in the manner hereinbefore authorised to:</p> <ul style="list-style-type: none"> <li>(1) every Ordinary Member;</li> <li>(2) every person being a trustee in bankruptcy of an Ordinary Member, where but for his bankruptcy would be entitled to receive notice of the meeting; and</li> <li>(3) the auditor for the time being of the Association.</li> </ul> <p>Save as aforesaid, no other person shall be entitled to receive notices of general meetings.</p>	<p>No amendment.</p> <p>No amendment.</p>	
30.	<p><b>Regulations</b></p> <p><b>89.</b> The Board may from time to time make such regulations as it may deem necessary or convenient for the proper conduct and management of the Association.</p>	No amendment.	



No.	Regulation	Proposed Amendment	Comments
	<p><b>92.</b> Clauses 8 and 9 of the Memorandum relating to the winding-up and dissolution of the Association shall have effect as if the provisions thereof were repeated in the Articles.</p> <p><b>93.</b> No fee or commission shall be paid by the Association to any Director or liquidator upon any sale or realisation of the Association's undertaking or assets or any part thereof except with the sanction of a general meeting convened by notice specifying the fee or commission proposed to be paid.</p> <p><b>94.</b> Notice of the winding-up and dissolution of the Association shall be given within seven (7) days of the winding-up and dissolution to the Commissioner of Charities.</p>	<p>No amendment.</p> <p>No amendment.</p> <p><b>94.</b> Association shall not be wound up, except with the consent of a majority of the total membership of the Association or the time being expressed either in person or by proxy at a general meeting convened for the purpose.</p>	<p>To add in as new regulation 94. The consent of a majority of the total membership of the Association is required before it can be wound up.</p> <p>To renumber existing regulation 94 as regulation 95.</p>

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**NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS**

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|---|--|-------------------|
| 3 | MUHAMMAD HUSSIN BIN MUTALIB (DR)<br>17B, JALAN SELAMAT<br>SINGAPORE 1441<br>LECTURER                       | (Original Signed) |
| 4 | DARKE BIN MOHAMED SANI<br>BLK. 522, JURONG WEST STREET 52<br>#04-227, SINGAPORE 2264<br>SALES UNIT MANAGER | (Original Signed) |
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Dated the 6<sup>th</sup> day of August 1991.

Witness to the above signatures:-

(Original Signed)  
HUSSIEN BIN ABDUL LATIFF  
ADVOCATE AND SOLICITOR  
SINGAPORE

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