



CLARIFICATION ON RESOLUTIONS RECEIVED FOR 138TH ANNUAL GENERAL MEETING

The Club is aware of a video being circulated by Dr. Bryan Han critical of the Club's decision not to table a total of five resolutions proposed by them for the upcoming 138th Annual General Meeting (AGM).

Contrary to what was indicated or otherwise implied in the video, these resolutions carries long-term actual and/or potential financial, operational, and governance-related implications that are or may be adverse to the Club and its members, which the Club's Management Committee has an obligation to properly study and explain to members before they can be put to a vote. They were therefore determined (with the advice of the Club's external legal counsel) not to be suitable to be tabled for voting at the upcoming AGM.

In the interest of transparency, we annex hereto the proposed resolutions and the Club's response to the proposers to provide context to Dr Han's video.



ANNEX A: FIVE RESOLUTIONS SUBMITTED BY DR. BRYAN HAN

Resolution 2: Amendment to Rule 37 (Raising of Funds and Capital Expenditure)

**SINGAPORE RECREATION CLUB
NOTICE OF SPECIAL RESOLUTION TO AMEND RULE 37 FOR RAISING
OF FUND**

Date: 09 April 2026

To:
The General Manager / Secretary
Singapore Recreation Club
8 Connaught Drive
Singapore 179682

Dear Sir,

I herewith submit the following resolution for the member's approval at the 138th AGM.

FORMAL NOTICE OF RESOLUTION

We, the undersigned Members of the Singapore Recreation Club ("the Club"), hereby give formal notice, in accordance with the provisions of the Club's Constitution and the Societies Act (Cap. 311), of our intention to propose the following Resolution for consideration and voting at the forthcoming Annual General Meeting (AGM) of the Club.

EXISTING RULE 37 (Relevant Extract)

The Committee may from time to time raise or borrow for the purposes of the Club such sums of money as they think proper and they may raise or secure the payment of such monies in such manner and upon terms and conditions in all respects as it thinks fit. Provided that when any question arises involving either the raising or borrowing of money or the incurring of any capital expenditure by the Club of more than \$100,000 for any one project then that question and any other question arising out of the same or incidental thereto shall be decided by a majority vote of the members entitled to vote expressed in person at an Extraordinary General Meeting. Provided further that in respect of any one project involved capital expenditure in excess of \$50,000 but not more than \$100,000, the Committee shall give one full month's prior notice in writing to members and shall not commit the Club to such expenditure if written objections are received from members entitled to vote in such numbers as would be sufficient for requisitioning an Extraordinary General Meeting.

PROPOSED AMENDMENT TO RULE 37:

Revised Clause - Raising of Funds and Capital Expenditure

The Committee may from time to time raise or borrow for the purposes of the Club such sums of money as they think proper and may raise or secure the payment of such monies in such manner and upon such terms and conditions in all respects as it thinks fit.

Provided always that when any question arises involving either:

- (a) the raising or borrowing of money; or
 - (b) the incurring of any capital expenditure by the Club exceeding S\$150,000 for any one project,
- then such question and any other question arising out of the same or incidental thereto shall be decided by a majority vote of the members entitled to vote, present and voting in person at an Extraordinary General Meeting.

Provided further that this requirement shall apply irrespective of the source of funds, including but not limited to the Club's reserves, budgeted funds, member contributions or donations, or any borrowings or external financing.

Provided further that in respect of any one project involving capital expenditure between S\$100,000 and S\$150,000 (both sums inclusive), the Committee shall:

- (a) give not less than one (1) full month's prior notice in writing to members by posting on the Club's notice board and/or such other communication channels as between S\$100,000 and S\$150,000 (both sums inclusive), the Committee shall:
 - (a) give not less than one (1) full month's prior notice in writing to members by posting on the Club's notice board and/or such other communication channels as may be customary; and
 - (b) shall not commit the Club to such expenditure if more than 200 valid written objections are received from members entitled to vote within the notice period.

For the purposes of this Clause, "one project" shall include any related or connected works or expenditures forming part of the same overall purpose, whether undertaken in phases or otherwise, and "written objections" shall include objections submitted in writing or by electronic means and received within the prescribed notice period.

RATIONALE FOR THE AMENDMENT

- (i) A total of \$928K was spent by Club on Courtyard enhancement works utilising SGP, NDP and DHL funds without AGM or EOGM under present rule 37. It is preferable to obtain members approval for high item expenditure and plug this gap.
- (ii) To upgrade proposed expenditure threshold for EOGM or AGM to reflect current prices.

PROPOSER

Name: Dr Sarbjit Singh

Membership Number: _____



ANNEX A: FIVE RESOLUTIONS SUBMITTED BY DR. BRYAN HAN

Resolution 3: Amendment to Rule 31 (Management Committee Term Limit)

SINGAPORE RECREATION CLUB
NOTICE OF SPECIAL RESOLUTION TO AMEND
RULE 31 – MANAGEMENT COMMITTEE

Date: 8th April 2026
To:
The General Manager / Secretary
Singapore Recreation Club
B Connaught Drive
Singapore 179682

FORMAL NOTICE OF RESOLUTION

We, the undersigned Members of the Singapore Recreation Club ("the Club"), hereby give formal notice, in accordance with the provisions of the Club's Constitution and the Societies Act (Cap. 311), of our intention to propose the following Resolution for consideration and voting at the forthcoming Annual General Meeting (AGM) of the Club.

EXISTING RULE 31 (Management Committee)

The entire management of the Club shall be deputed to a Committee consisting of twelve (12) Members, namely the President, Vice President, Finance Member, Chairman of Games Control Board, and eight (8) Ordinary Committee Members, all of whom shall be elected at alternate Annual General Meetings. The Management Committee shall hold office for a term not exceeding two (2) years.

The Management Committee shall hold office for a term not exceeding two years.

- i) No member shall be elected to the post of President more than three times.
- ii) No member shall be elected to the post of the Vice President more than (2) times.
- iii) No member shall be elected to the post of the Finance Member more than (2) times.
- iv) No member shall be elected to the post of the Chairman, Games Control Board, more than (2) times.

PROPOSED AMENDMENT TO RULE 31 (Management Committee)

The entire management of the Club shall be deputed to a Committee consisting of twelve (12) Members, namely the President, Vice President, Finance Member, Chairman of Games Control Board, and eight (8) Ordinary Committee Members, all of whom shall be elected at alternate Annual General Meetings. The Management Committee shall hold office for a term of two (2) years.

A Member who has served on the Management Committee in any capacity shall not stand for re-election until four (4) years have lapsed from the end of their last term.

RATIONALE FOR THE PROPOSED AMENDMENT

The Singapore Recreation Club is a Members-owned institution built on participatory governance, accountability, and transparency.

Strong leadership requires renewal. This amendment introduces a cooling-off period after a Member's term on the Management Committee ends. It prevents prolonged concentration of power in a few hands and opens the door to broader Member participation.

Fresh perspectives strengthen governance. This amendment ensures the Management Committee continues to reflect the collective interests of all Members, consistent with recognised principles of good governance.

REGULATORY COMPLIANCE

In accordance with the Societies Act (Cap. 311) and the regulations administered by the Registrar of Societies, this constitutional amendment, if approved by Members at the Annual General Meeting, shall be submitted to the Registrar of Societies for approval. The amendment shall take effect only upon formal written approval by the Registrar of Societies.

PROPOSER

Name: Dr. Han Kit Kwong
Membership Number: [REDACTED]
Signature: [Signature]

SECONDER

Name: Mr. Paul Joseph
Membership Number: [REDACTED]
Signature: [Signature]

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We respectfully request that this Resolution be included in the Notice of the forthcoming Annual General Meeting for members' consideration.

Thank you.

Dr. Han Kit Kwong
Membership No: [REDACTED]
Dated 8th April 2026



ANNEX A: FIVE RESOLUTIONS SUBMITTED BY DR. BRYAN HAN

Resolution 4: Amendment to Rule 35 (Electronic Voting at General Meetings)

SINGAPORE RECREATION CLUB
NOTICE OF SPECIAL RESOLUTION TO AMEND
RULE 35 (d)(iv) General Meetings-Voting Process



Date: 8th April 2026
To:
The General Manager/Secretary
Singapore Recreation Club
B Connaught Drive
Singapore 179682

NOTICE OF RESOLUTION TO AMEND RULE 35 – PROCEEDINGS AT GENERAL MEETINGS

Dear Sir,
In accordance with the provisions of the Club's Constitution, we, the undersigned members of the Singapore Recreation Club, hereby notify our intention to propose the following Resolution at the forthcoming Annual General Meeting to be held in April 2026.

ORDINARY RESOLUTION

"That Rule 35 of the Constitution be amended by inserting the following new clause:
'The Club shall provide Members with two modes of participation at every General Meeting:
(a) Physical attendance at the designated venue; and
(b) Electronic participation and voting via a secure remote access platform.
Both modes shall be available concurrently. Electronic participation and voting shall be mandatory and shall not be subject to the discretion of the Management Committee.'
All necessary renumbering and consequential amendments shall be made to give effect to this Resolution."

RATIONALE FOR THE PROPOSED AMENDMENT

This amendment removes the Management Committee's discretion over electronic participation. We thereby ensure consistency, transparency, and equal treatment of all Members.

1. Inclusivity and Accessibility

A significant proportion of the Club's Members are seniors. Some face genuine challenges attending physical meetings due to health, mobility, or personal circumstances. This amendment ensures every Member has a fair opportunity to participate and vote.

2. Strengthening Democratic Representation

General Meetings must reflect the collective voices of all Members. Enabling both physical and electronic participation ensures broader engagement and more representative decision-making.

3. Removal of Discretion to Ensure Fairness

This amendment removes the Management Committee's discretion over electronic participation. It ensures consistency, transparency, and equal treatment for all Members.

4. Alignment with Modern Governance Practices

Hybrid and electronic participation are now standard practice across Singapore's leading institutions. Seletar Country Club, SGX-listed companies, and public bodies have all adopted this model. This amendment brings the Club in line with contemporary governance norms and Member expectations.

5. Future Readiness and Operational Resilience

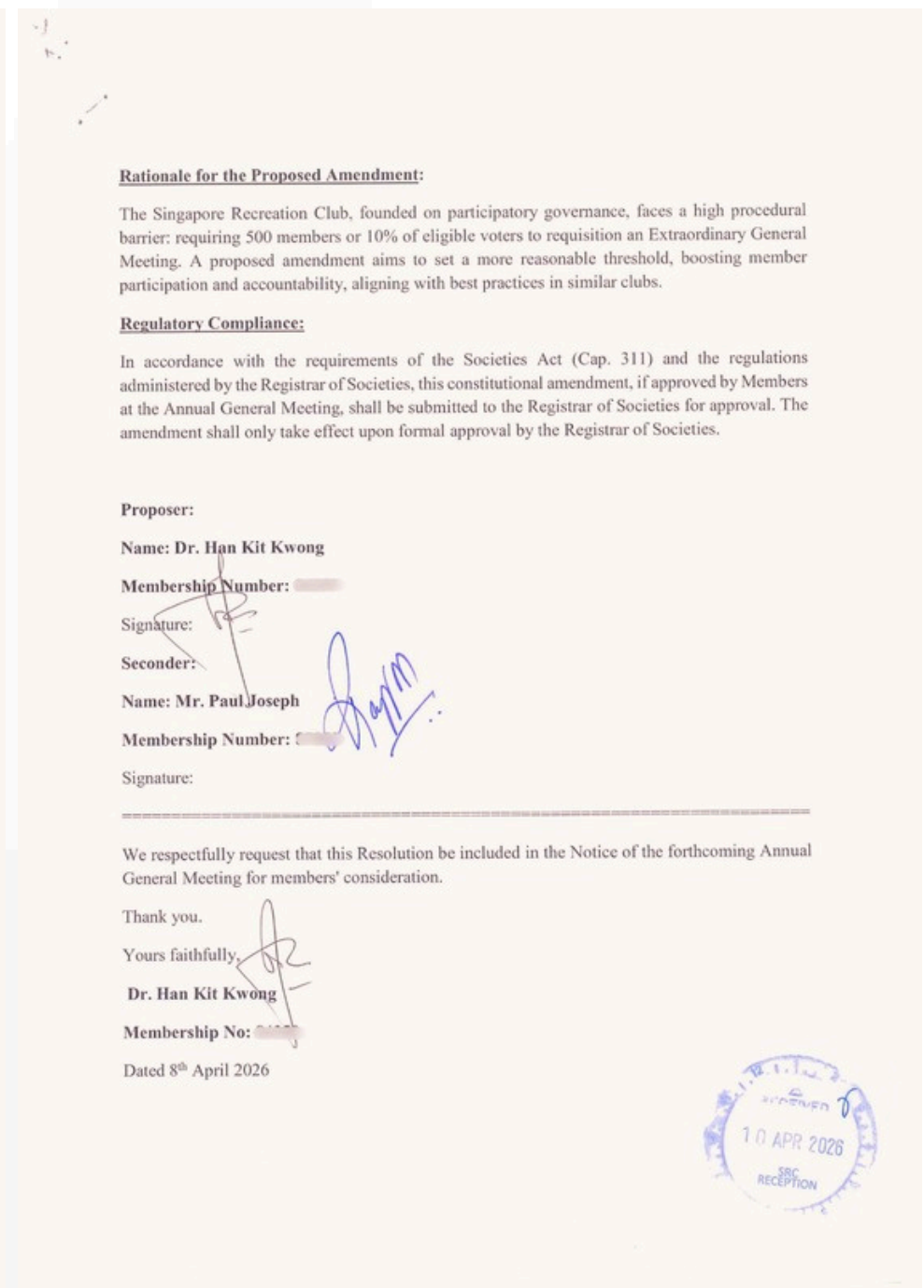
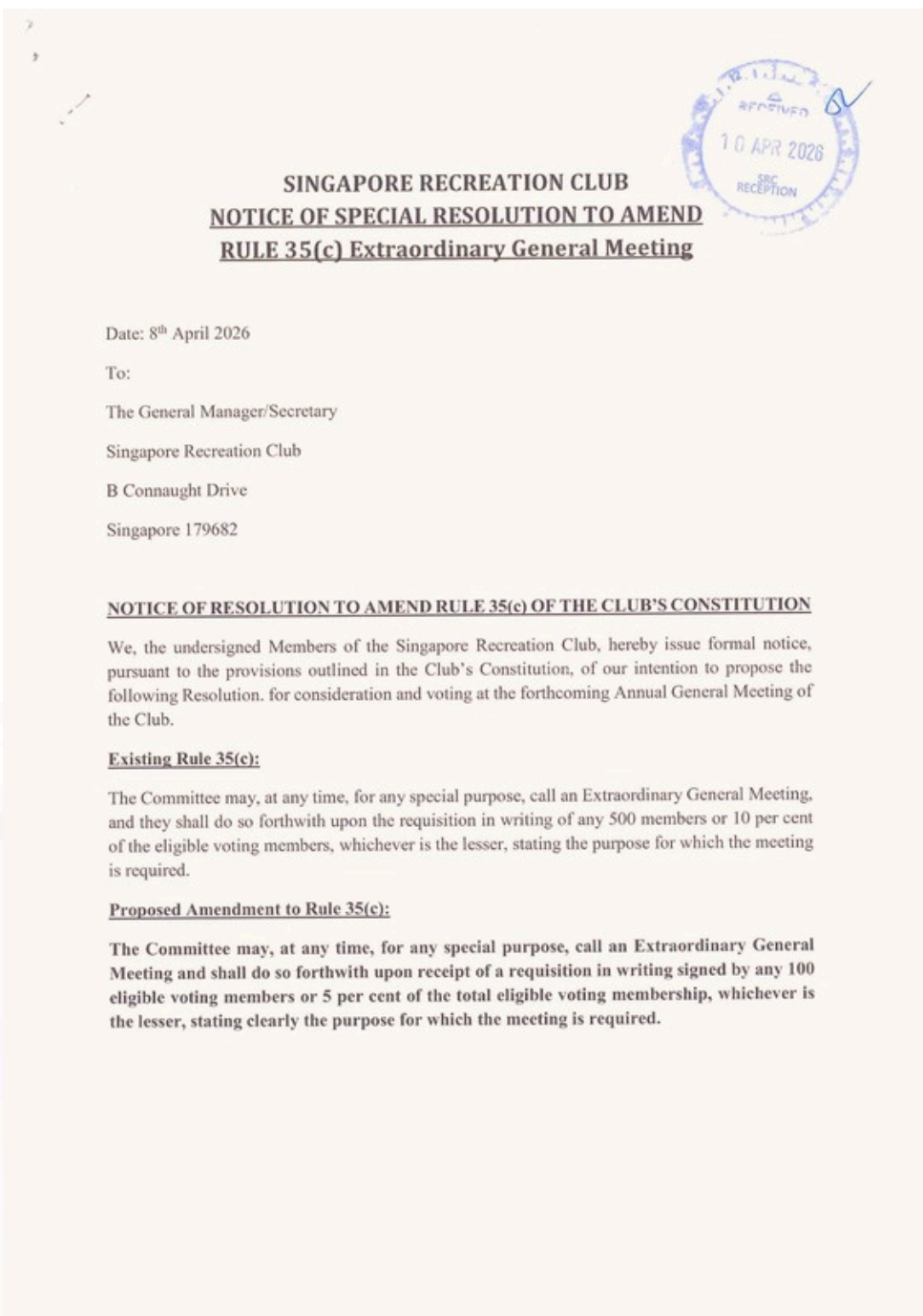
The amendment ensures the Club remains prepared. General Meetings can proceed effectively even if physical gatherings are disrupted.





ANNEX A: FIVE RESOLUTIONS SUBMITTED BY DR. BRYAN HAN

Resolution 5: Amendment to Rule 35(c) (Threshold for Calling EGMs)





ANNEX A: FIVE RESOLUTIONS SUBMITTED BY DR. BRYAN HAN

Resolution 6: Amendment to Rule 6 (Transfer Fee Structure)

<p style="text-align: center;">SINGAPORE RECREATION CLUB NOTICE OF SPECIAL RESOLUTION TO AMEND RULE 06 ORDINARY (TRANSFERABLE) AND LADY (TRANSFERABLE) MEMBERSHIP</p> <p>Date: 8th April 2026</p> <p>To:</p> <p>The General Manager / Secretary Singapore Recreation Club B Connaught Drive Singapore 179682</p> <p>FORMAL NOTICE OF SPECIAL RESOLUTION</p> <p>We, the undersigned Members of the Singapore Recreation Club ("the Club"), hereby give formal notice, pursuant to the provisions of the Club's Constitution and the Societies Act (Cap. 311), of our intention to propose the following Special Resolution for consideration and approval by Members at the forthcoming Annual General Meeting ("AGM") of the Club.</p> <p>EXISTING RULE 06 (Relevant Extract)</p> <p>i) The Committee may, in its sole discretion, elect any person as an Ordinary person (Transferable), Lady (Transferable) Member.</p> <p>ii) As per current Rule (No change)</p> <p>iii) An Ordinary (Transferable) Member may, with the prior approval of the Committee, transfer his/her membership to any other person subject to the payment of a Transfer Fee to be determined by the Committee in its sole discretion.</p> <p>iv) A Lady (Transferable) Member may, with the prior approval of the Committee, transfer her membership to any other person, subject to the payment of a Transfer Fee to be determined by the Committee in its sole discretion</p> <p>v) As per current Rule (No Change)</p>	<p>vi) As per current Rule (No Change)</p> <p>vii) As per current Rule (No Change)</p> <p>viii) As per current Rule (No Change)</p> <p>Note To Members: At present, the Rule states that an Ordinary (Transferable) Member and a Lady (Transferable) Member may, with the prior approval of the Committee, transfer his/her membership to another person, <u>subject to the payment of a Transfer Fee, the quantum of which shall be determined by the Committee in its sole and absolute discretion.</u></p> <p>PROPOSED AMENDMENT TO RULE 06</p> <p>It is hereby resolved that Rule 06 of the Constitution be amended by deleting the words granting the Committee sole and absolute discretion to determine the Transfer Fee, and replacing them with the following provisions:</p> <p>a) An Ordinary (Transferable) Member may transfer membership with Committee approval, paying a S\$3,000 Transfer Fee plus GST.</p> <p>b) A Lady (Transferable) Member may, with the prior approval of the Committee, transfer her membership to another individual, contingent upon the settlement of a Transfer Fee amounting to S\$3,000.00 plus the applicable Goods and Services Tax (GST).</p> <p>c) The Transfer Fee shall stay unless amended by Members at a General Meeting and approved by the Registrar of Societies.</p> <p>RATIONALE FOR THE AMENDMENT</p> <p>The Singapore Recreation Club is a member-owned institution. It is founded on transparency, fairness, and participatory governance.</p> <p>A fixed Transfer Fee brings consistency and predictability. It ensures all Members are treated equally.</p> <p>A defined fee also builds market confidence. Prospective Members will have certainty before committing to join. This encourages the entry of new, active Members who can contribute to the Club's leadership and community.</p> <p>Importantly, this amendment places the Transfer Fee in the hands of Members collectively. It removes the risk of unilateral variation by the Committee. That is sound governance.</p>
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ANNEX B: CLUB'S RESPONSE TO THE PROPOSERS

From: Christopher Tay <christopher.tay@src.org.sg>
Sent: Wednesday, 15 April 2026 1:33 pm
To: 'Bryan Han' <[REDACTED]>
Cc: 'F. [REDACTED]'; 'Vernice [REDACTED]'; [REDACTED]
Subject: RESOLUTIONS RECEIVED ON 10 APRIL 2026 FOR THE 138th ANNUAL GENERAL MEETING ("AGM")

Dear Dr Bryan Han/Dr Sarbjit/Mr Paul Joseph, good afternoon.

We refer to your proposed resolutions submitted for the forthcoming 138th Annual General Meeting ("AGM").

We have reviewed the proposed resolutions in consultation with the Club's external legal counsel, and are of the view that each of the proposed resolutions carries implications which are or are potentially prejudicial / adverse to the interests of the Club and its members, and should not be taken lightly. It is incumbent on the Management Committee to carry out a detailed and careful study of the operational and financial implications of these resolutions and to inform members of the same before they are presented for voting. As such, they are not suitable to be tabled at the upcoming AGM.

Purely on a preliminary basis the Club's position is as follows:

Resolution 2 – Amendment to Rule 37 (Raising of Funds and Capital Expenditure)

Apart from the fact that the rationale presented for the proposed resolution is wholly misconceived*, the proposed resolution:

1. deprives members of their right to vote unless they attend the EOGM; and
2. allows a small number of members to effectively block any capital expenditure of between S\$100,000 and S\$150,000 thereby necessitating the holding of more EGMs with corresponding cost / administrative implications.

*As explained to members on multiple occasions, the funds incurred to enhance the Courtyard were not raised but were payments made by the event organisers of NDP and F1 strictly for reinstatement works. This condition is embedded in the agreements signed with NDP and F1.

Resolution 3 – Amendment to Rule 31 (Management Committee)

The proposed term limitation for all MC members (in addition to the restrictions already imposed on key appointment holders) has significant implications on the governance structure of the Club:

1. It deprives members of their democratic right to elect their preferred members to the MC.
2. It does not address a situation where no "new" members wish to stand for elections.
3. It potentially operates as a backdoor for candidates who may not otherwise have the ability to win a popular vote or the confidence of members to be voted in.



ANNEX B: CLUB'S RESPONSE TO THE PROPOSERS

Resolution 4 – Amendment to Rule 35 (General Meetings – Voting Process)

The proposed amendment seeks to mandate electronic participation and voting at all general meetings, thereby removing the discretion currently vested in the MC under Rule 35(d)(iv) of the Constitution. Apart from cost implications, issues such as voter authentication, system security and integrity, and Club's available resources need to be carefully considered before the Club commits to an electronic voting system.

Resolution 5 – Amendment to Rule 35(c) (Extraordinary General Meetings)

The threshold for requisitioning an Extraordinary General Meeting ("EGM") ensures that EGMs are convened only for resolutions with significant member support as the holding of any general meeting entails substantial costs and administrative burden. The lowering of the current threshold to require EGMs to be held at the behest of an even smaller minority of members (relative to the number of the Club's voting members) will potentially lead to more EGMs having to be held (even for frivolous matters). The financial and operational impact of this on the Club needs to be carefully considered by the MC before this resolution can be presented to members.

Resolution 6 – Amendment to Rule 6 (Transfer Fee)

The proposed amendment seeks to fix the transfer fee for memberships at a specified amount, thereby removing the discretion currently vested in the MC under Rule 6 of the Constitution. As transfer fees form one of the major income streams for the Club, the proposed resolution has clear financial implications for the Club which needs to be carefully considered by the MC before this resolution can be presented to members.

Thank you very much for your understanding.