

BUILDING MAINTENANCE AND STRATA MANAGEMENT ACT

**BUILDING MAINTENANCE AND STRATA MANAGEMENT
(STRATA TITLES BOARDS) REGULATIONS 2005**

STB No. 22 of 2020

In the matter of an application under **sections 103 and 113** of the Building Maintenance and Strata Management Act in respect of the development known **PINE GROVE CONDOMINIUM** (MCST Plan No. 2032)

Between

1. Singaram Kogilambal Mrs Kogilambal Krishnamurthi and Sundaresan Krishnamurthi
2. Lee Hoong Cheong and Seah Lily
3. Wong Siew Yee and Kho Cheng Lian
4. Teo Eng Thye and Woo Lai Hong
5. Yang Tze Chuen, Jason

... Applicants

And

The Management Corporation Strata Title Plan No. 2032

... Respondent

GROUND OF DECISION

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... Respondent

12 October 2020

9 November 2020

Coram:	Mr. Remedios F.G	(Deputy President)
	Mr Lawrence Ang	(Member)
	Ms Vicki Loh	(Member)

INTRODUCTION:

1. The applicants are subsidiary proprietors in the development known as Pine Grove Condominium MCST Plan No 2032. They applied, under sections 103 and 113 of the Building Maintenance and Strata Management Act Cap 30C (**the “Act”**) for five (5) orders

in connection with the 23rd annual general meeting of the management corporation that was held on 30 November 2019 (**the “scheduled AGM”**). The first three (3) orders applied for were for the elections held and resolutions passed at the scheduled AGM and resolutions and/or decisions of the 23rd Management Council (**“23rd Council”**) to be invalidated. The fourth (4th) assumed approval of the applications for invalidation and was an application for the Board to make an order *that a notice of general meeting be issued* for a general meeting to be held within three (3) weeks from the date of the order. The fifth (5th) was an order with regard to *“MCST Documents”* viz records, books of account, keys, access, documents and/or records belonging to the management corporation.

2. Under section 103 of the Act, resolutions passed and elections held at meetings of the management corporation may be invalidated by the Board when the Board considers that provisions of the Act in relation to meetings of the management corporation have not been complied with and under section 113, make orders for information, records and documents to be supplied by the management corporation. The application for orders under section 113 were withdrawn when directions for hearing were given and after directions were given, the applicants informed that they were not proceeding with the application for the third (3rd) order. Accordingly, what remained was an application for three (3) orders viz:

An order that the elections held at the meeting on 30 November 2019 known as the 23rd Annual General Meeting be invalidated.

An order that any and all resolutions passed at the meeting held on 30 November 2019 be invalidated.

An order that a notice of general meeting be issued within 1 week from the date of this order and that the general meeting be held within 3 weeks from the date of this order.

BACKGROUND

3. The application is a follow up of a previous application before the Board viz STB 108 of 2019. In that application, a notice, in accordance with the provisions of the Act, was given on 25 October 2019 for the convening of the scheduled AGM that was to be held on 30 November 2019 at 2.00 pm. After the notice had been served, the management corporation which was then managed by the 22nd Management Council (**“22nd Council”**) decided to postpone the meeting (Singaram Kogilambal and Lee Hoong Cheong, the first and second applicants in this case were the chairperson and secretary of the 22nd Council). Instead of adopting the process provided for in the Act for an adjournment of a general meeting, a process that was not provided for in the Act was adopted when the 22nd Council issued an unsigned notice of postponement one day before the date of the scheduled AGM. Several subsidiary proprietors did not accept the validity of the notice of postponement and proceeded with the scheduled AGM.

4. Minutes of the scheduled AGM are exhibited at Tab 3 of the applicants bundle of documents (“ABOD”). It can from the minutes be noted that the proceedings were not unremarkable. Inter alia, the meeting commenced only after police officers at the scene confirmed that the subsidiary proprietors who were present could proceed with the meeting; there was an unsuccessful attempt made by Teo Eng Thye, the fourth (4th) applicant to stop the meeting when he announced that it had been postponed; the meeting was not chaired by the chairperson of the 22nd Council but by a proxyholder who was elected to preside following a vote by way of a show of hands after an unsuccessful invitation to chair was made to the chairperson and secretary of the 22nd Council. Except for the six (6) items on the agenda, all the other motions were passed, and except for the motion with regard to contributions for the management fund, where the meeting resolved by way of a majority vote to maintain the contribution at \$34 per month, there is no record of votes being cast in connection with the other motions. Except for one objection that was recorded when the meeting was considering the motion for adoption of the audited accounts and audited report, no objections were recorded in relation to all other motions. The six (6) items that were not passed were abandoned because there was no proposer or seconder for the respective motions. In connection with the election of members of the 23rd Council, there were no proposals other than one (1) proposer and a seconder for the number to be fixed at eleven (11) and the number was fixed at eleven (11). A list of eleven (11) nominees was submitted by Ms Chan Tian Siang on 28 November 2019 and she presented this list at the meeting. There is no record of any other nominations and it is in the minutes recorded “*As there were no other nominations the following (nominees in the list presented by Ms Chan Tian Siang) were elected as members of the 23rd Management Council.*”
5. On 24 December 2019, two (2) applicants, one of whom had been elected as a member of the 23rd Council at the scheduled AGM, filed STB 108 of 2019. The Board was required to decide if the notice of postponement issued by the 22nd Council was effective in postponing the scheduled AGM and on 24 March 2020 and the Board decided:

It is the decision of the Board that the 29 November 2019 notice is not effective and it is ordered that the resolution/decision for the issuing of the 29 November 2019 notice be invalidated.

No appeal was filed in relation to the decision of the Board.
6. On 24 June 2020, the applicants filed the application in this case. As noted earlier, the first (1st) and second (2nd) applicants, Singaram Kogilambal and Lee Hoong Cheong, were the chairperson and secretary of the 22nd Council and the fourth (4th) applicant, Teo Eng Thye, was a member of the 22nd Council. The third (3rd) and fifth (5th) applicants, Wong Siew Yee and Yang Tze Chuen Jason, were members that the 22nd Council had purported to co-opt into the 22nd Council after members of the 23rd Council had been elected at the scheduled AGM.

APPLICANTS' SUBMISSIONS

An order that the elections held at the meeting on 30 Nov 2019 known as the 23rd Annual General Meeting be invalidated

7. Before the election of the members of the 23rd Council, the meeting had resolved that the number of members for the 23rd Council be fixed at eleven (11) as there was only one (1) proposer and one (1) seconder for this number. The eleven (11) on the list presented by Ms Chan Tian Siang were elected because there were no other nominations.
8. It is not in dispute that before the scheduled AGM, nomination forms in relation to five (5) candidates who had consented to be nominated for election had been submitted to a member of the staff of the managing agent, and nomination forms for two (2) others were emailed to the office of the management corporation. It is also not in dispute that the seven (7) names (the earlier nominees) were not announced before the eleven (11) nominees on the list submitted by Ms Chan Tian Siang were elected at the scheduled AGM. It was the submission of the applicants that the meeting had resolved that the number of members to be voted as council members was based on the number of nominees available and if the meeting was aware of the earlier nominees, there was a possibility that the meeting would have resolved for a number of more than eleven (11). It was submitted that the meeting should not have resolved that the number to be elected into the council be fixed at eleven (11) when there was in fact more than eleven (11) candidates who had been nominated, and the chairperson should not have declared that the eleven (11) on the list submitted by Ms Chan Tian Siang were elected without a vote when there were in fact more than eleven (11) nominations.
9. It was submitted that the chairperson was obliged to obtain information in relation to the earlier nominees, before determining that there were no nominations other than those on Ms Chan Tian Siang's list, and accordingly the rights of the earlier nominees had been prejudiced and non-compliance in relation to the announcement of the names had affected the result of the election because the results of the election (of the eleven (11) who were elected) would have been affected if the meeting had considered and voted on the nominations of the earlier nominees.

An order that any and all resolutions passed at the meeting held on 30 Nov 2019 be invalidated

10. In relation to the application for invalidation of the various resolutions, the applicants did not make submissions linking non-compliance of provisions of the Act with each and every resolution passed. It was submitted that all the resolutions passed should be invalidated because of the following, which the applicants submitted were not in compliance with the Act: i) the person who was elected to chair the meeting was not qualified; ii) voting slips were not used. There is, in the minutes of the meeting, no record that voting slips were used during the scheduled AGM and it was the submission of the applicants, that without voting slips, it would be impossible to ascertain the number of votes for or against and/or whether the resolutions had the requisite number of votes for the same to be resolved.

In Form 18A where the respondent set out its submissions in response to the application, the respondent informed that voting on the various resolutions was conducted by way of a show of hands and voting slips were not used because there were no objections. The applicants submitted that there were in fact objections to the resolutions passed because in the course of voting, by way of show of hands, it was not the case that all who were present had raised their hands in support of the various motions. It was also submitted that in relation to the audited accounts (resolution 4) there were more votes against (12) than votes in favour (10) among the proxy votes; iii) there was failure to consider all the resolutions that were the subject of the meeting when six (6) motions on the agenda were abandoned. The applicants submitted that a perusal of the proxy forms at Annex 4 of the respondents submission in Form 18A revealed that proxy givers had in a number of cases required the proxy holders to vote in favour of four (4) of the abandoned resolutions and it was submitted that the rights of these proxy givers had been prejudiced when the proxy holders were not able to vote in accordance with instructions given when the resolutions (10, 12.7, 13.1 and 13.2 of the minutes at ABOD Tab 3) were abandoned; iv) it was the stand of the applicants that to the best of their knowledge there was no record of attendance at the meeting and that without an attendance list it was impossible to ascertain the number of share values represented, and determine whether that those who voted were entitled to vote. While an attendance list was submitted when the respondent filed Form 18A, the applicants did not accept that it was valid because the list was not revealed to them before it was submitted as an annex in Form 18A; they questioned the number who attended was less than what the attendance list recorded because the validity of the proxy holders were not verified; there was a cancellation on the list; v) the rights of the subsidiary proprietors who did not attend were prejudiced when the respondent had proceeded with the meeting on 30 November 2019. It was submitted that a number of subsidiary proprietors had no reason to doubt the validity of the notice of postponement that had been issued and accordingly did not attend. The respondent in going ahead with the meeting had in effect denied the subsidiary proprietors who did not attend, their rights to cast their votes and make oral nominations in relation to the candidates for election to the council.

An order that a notice of general meeting be issued within one week from the date of this order and that the general meeting be held within 3 weeks from the date of this order

11. In connection with the application for a notice of general meeting be issued, it was the submission of the applicants that the power to make such an order was provided for in section 117 of the Act.

RESPONDENT'S SUBMISSIONS

12. It was the submission of the respondent that even if there was non-compliance with the provisions of the Act, there was no prejudice and compliance would not have affected the result of the election.

13. In relation to the elections and non-announcement of the names of the earlier nominees before the election of the members of the 23rd Council, it was submitted that this was due to the fact that the respondent and/or the subsidiary proprietors who proceeded with the scheduled meeting was not aware of the earlier nominations. The managing agent did not provide the chairperson and the meeting with information of the earlier nominees and there were no oral nominations when oral nominations were called for at the meeting. Staff of the managing agent and at least four (4) members of the 22nd Council were present at the scheduled AGM and no one said anything about the earlier nominees. It was pointed out that the managing agent, M/s Nouvelle Property Management Solutions Pte Ltd (“**Nouvelle**”) who was contractually obliged to conduct the scheduled AGM by virtue of the contract agreement with the respondent had not only failed to do what it was contractually obligated to do, its representatives had, according to the evidence of Mr Mok Chin Pow, a member of the 23rd Council at the commencement of the meeting, refused to provide access to the meeting room where the meeting was to be held and had informed the subsidiary proprietors that the scheduled AGM had been postponed.
14. It was submitted that because there were no objections to the eleven (11) on Ms Chan Tian Siang’s list, the declaration by the chairperson that they were elected was in accordance with paragraph 8(3) of the First Schedule of the Act.
15. In relation to the fact that voting slips were not used, it was the submission of the respondents that handwritten voting slips were issued when registration was being done. Voting was however carried out by way of a show of hands and as there were no objections to the resolutions passed, there was no practical purpose for using voting slips.
16. There was an attendance list of attendees when identity cards and names of subsidiary proprietors were recorded. Copies of proxy forms and the number of proxies held by proxy holders were also recorded. It was the evidence of Mr Mok Chik Pow that proxy forms would have been checked on the spot upon submission, including whether the proxy givers were in any arrears to the management corporation.
17. The respondent answered the allegation with regard to the accuracy of the attendance list by pointing out that the cancellation was a cancellation of one (1) of the names of two (2) joint unit owners who had been registered. In response to the allegation of tampering of the proxy forms, the applicants had referred to a form provided by a Ms Savi where the name of the proxy had been cancelled and another filled in. The respondent pointed out that other than the case of the one (1) form referred to by the applicants, there was no evidence that there was anything that was not in order with any of the other forms. In relation to the form referred to by the applicants, the respondent explained that the reason for the change was due to a misunderstanding because that form was originally incomplete when it was received by one Vincent Soh. The name of the proxy had not been entered by the proxy giver. A name of a proxy was filled in by Vincent Soh and was changed when the person named was not around

to sign the form. Eventually, the name of the intended proxy was provided by the proxy giver and the form was filled in accordingly.

FINDINGS AND DECISION OF THE BOARD

18. This was an application for elections held and resolutions passed at the scheduled AGM to be invalidated pursuant to section 103 of the Act because provisions of the Act had not been complied with when the elections were held and the resolutions passed.

Section 103 of the Act is as follows:

103.—(1) *Where, pursuant to an application by a subsidiary proprietor or first mortgagee of a lot, a Board considers that the provisions of this Act have not been complied with in relation to a meeting of the management corporation or subsidiary management corporation, or a council or executive committee, the Board may, by order —*

- (a) *invalidate any resolution of, or election held by, the persons present at the meeting; or*
- (b) *refuse to invalidate any such resolution or election.*

(2) *A Board shall not make an order under subsection (1) refusing to invalidate a resolution or election unless it considers —*

- (a) *that the failure to comply with the provisions of this Act did not prejudicially affect any person; and*
- (b) *that compliance with the provisions of this Act would not have resulted in a failure to pass the resolution, or have affected the result of the election, as the case may be.*

19. It is clear that a Board has been given discretion to invalidate or not to invalidate when the provisions of the Act in connection with meetings have not been complied with. It is only when the two (2) conditions in section 103(2) are present that the Board will not have a discretion and must make an order to invalidate viz failure to comply has prejudicially affected another and compliance would have resulted in a failure to pass the resolution or affect the election.
20. In *Si-Hoe Kok Chun v Ramesh Ramchandani* [2006] 2 SLR(R) 592, Andrew Ang J held at [27] that where “*the failure to comply with the provisions of the Act did not prejudicially affect any person and compliance with the provisions of the Act would not have resulted in a failure to pass the resolution [or affect the elections], the Board is not bound to invalidate the resolution*”.
21. Invalidating when no one has been prejudiced or when non-compliance would not have affected the outcome would require the management corporation to go through a second process where time and money (in convening another meeting) will be expended unnecessarily.

The elections at the meeting:

22. Paragraph 8 of the First Schedule is as follows:

8.— (1) At a general meeting of a management corporation or subsidiary management corporation at which the council or executive committee (as the case may be) is to be elected, the chairperson of the general meeting must —

(a) announce the names of the candidates already nominated in writing for election to the council or executive committee in accordance with section 53B; and

(b) call for any oral nominations of persons eligible for election to the council or executive committee (as the case may be).

(2) After the chairperson of the general meeting declares that nominations have closed, the management corporation or subsidiary management corporation must decide, in accordance with this Act, the number of members of the council or executive committee (as the case may be).

(3) Subject to section 53A, if the number of candidates is the same as, or fewer than, the number of members of the council or executive committee (as the case may be) decided on under sub-paragraph (2), those candidates must be declared by the chairperson to be, and are taken to have been, elected as the members of the council or executive committee (as the case may be).

(4) Each person entitled to vote on an election of members of the council or executive committee has one vote in respect of each lot which he is entitled to vote.

(5) To avoid doubt, no poll is required for an election to office as a member of a council or an executive committee.

23. In this case, the minutes recorded that the meeting had chosen to decide on the number of persons to be elected as members of the council before nominations of candidates for election were announced. When dealing with the motion to determine the number of members to the 23rd Council, there was only one (1) proposer and seconder for the number to be fixed at eleven (11). It is a fact that the names of the earlier nominees were not announced by the chairperson before the meeting elected the eleven (11) nominees on Ms Chan Tian Siang's list. Accordingly, there was non-compliance with paragraph 8(1)(a) of the First Schedule. It was however not the case that the chairperson had chosen not to announce the names of the earlier nominees because he was seeking to hide their identities from the meeting. There is nothing to indicate that he was aware of the earlier nominees and of those who were present at the meeting and aware of the earlier nominees not one informed him or the meeting of these earlier nominees. This included Mr Sebastian Chua, the executive director of Nouvelle and the 2nd applicant, Lee Hoong Cheong. As noted earlier, Mr Lee Hoong Cheong was the secretary of the 22nd Council and he was, under paragraph 1A(2) of the First Schedule, required to give notice of every nomination received. He did not do anything to inform the meeting about the earlier nominees.

24. The effect of the non-compliance was that the earlier nominees were not considered before the eleven (11) on Ms Chan Tian Siang's list were elected and the submission that nominees who could have been elected but did not have any chance of being elected because the meeting did not consider and vote on their nominations had suffered a prejudice is not out of order. It was, however, not the case that the prejudice was caused by the respondents. Even though the respondent was not responsible for the failure to announce the names of the earlier nominees, the Board considered if the results of the elections have been affected if their names had been announced. The applicant has not put forward any evidence whatsoever that it would have been, and in all likelihood there would not have been any change in the result of the elections had the meeting voted on the eleven on Ms Chan Tian Siang's list and the earlier nominees.

The resolutions passed at the scheduled AGM

25. As noted earlier, the applicants did not make submissions linking non-compliance of provisions of the Act with each and every resolution passed. Instead it was submitted that all the resolutions passed should be invalidated because of various actions on the part of the respondent which the applicants submitted was not in compliance with the provisions of the Act. The application for invalidation of all the resolutions passed without linking non-compliance with the various resolutions passed in this case was really an application for invalidation of the scheduled AGM. The Act does not provide the Board with powers to invalidate a meeting of a management corporation in its entirety. Under section 103 of the Act, a resolution passed at a meeting and/or an election held can be invalidated only when provisions of the Act in relation to the passing of the resolution or election have not been complied with. The Board cannot invalidate a resolution or election where there is no evidence that provisions of the Act have not been complied in relation to the resolution passed or the election held.
26. The Board considered the various actions of the respondent which the applicants contended were not in compliance with the Act to determine if any or all the resolutions passed should be invalidated. We examined the events in accordance with the progression of the meeting.

Election of a proxy holder as chairperson:

27. Mr Ignatius Joseph was elected as chairperson in accordance with paragraph 6 of the First Schedule that allowed for *the persons present at that meeting and entitled to vote on motions submitted at that meeting may elect one of their number to preside at that meeting* when the chairperson of the management corporation is absent.
28. It was submitted that Mr Ignatius Joseph was not a person who was entitled to vote under the Act because he was a proxyholder without a proprietary interest in the estate and did not fall within the category of a person who under paragraph 2(1)(a) of the First Schedule is entitled to vote. Under this paragraph only

... the subsidiary proprietor or a mortgagee in possession or a receiver of that lot as shown on the strata roll and has paid to the management corporation all contributions and any other moneys levied or recoverable by the management corporation under this Act; ...

are entitled to vote.

29. Mr Ignatius Joseph was the proxy holder of Ms Susan, the wife of Thomas, a subsidiary proprietor of Blk 1F #XXX and whilst a proxy holder is not specifically included under paragraph 2(1)(a) of the First Schedule as a person who is entitled to vote, it is clear from the provisions in relation to instruments of proxy (paragraph 17 of the First Schedule) that votes of a person who is entitled to vote can be cast by a proxy. The Act allows for a proxy to step into the shoes of the person who is entitled to vote and to cast a vote as if he or she was the person who gave the proxy. The Board does not agree that there was non-compliance with paragraph 6 of the First Schedule when Mr Ignatius Joseph was elected as chairperson of the meeting. Even if there was in fact non-compliance with paragraph 6 of the First Schedule, there was, in this case no prejudice and no evidence that compliance would result in a failure to pass any of the resolutions that were passed or would have otherwise affected the result of the election.

Voting slips were not used

30. Paragraph 5(2) of the First Schedule requires that votes at a general meeting be cast in person and voting slips must be used. It is not in dispute that voting slips were not used at the meeting. The respondents submitted that voting on the various resolutions in this case was conducted by way of a show of hands and voting slips were not used because there were no objections.
31. Andrew Ang J in *Si-Hoe Kok Chun and Anor v Ramesh Ramchandani* [2006] SGHC 15 did not consider that it was improper for annual general meetings of management corporations to be conducted in an informal manner when he noted and applied the pronouncement of Lai Kew Chai J in *Jimat bin Awang v Lai Wee Ngen* [1995]3 SLR (R) 496:
- “Generally, a company exercises any of its powers by means of resolutions in general meetings. It is also a well-entrenched common law principle that the unanimous and informal assent by all the members of a company in some other manner is as effective as a resolution passed at a general meeting even if the assent is given at different times: see Parker and Cooper Limited v Reading* [1926] CH 975, *and even if otherwise a special or extraordinary resolution is required: see Cane v Jones* [1981] 1 All ER 533”
32. It was the submission of the applicants that there were in fact objections to the resolutions passed because not everyone had raised their hands in support of the resolutions. The Board is of the view that a finding cannot be made that attendees who did not raise their hands in support were objecting to the resolution.

33. In connection with the motion for adoption of the audited accounts, a perusal of the proxy forms will reveal that proxy givers had in twelve (12) cases required proxy holders to vote against the motion and ten (10) required votes in favour. In all other cases, proxy givers did not give instructions as to how votes were to be cast, i.e. proxy holders had been given a discretion as to how he or she should vote. One (1) objection was recorded when the meeting had resolved to adopt the audited accounts after a vote, by way of a show of hands.
34. The Board was satisfied that no prejudice was suffered by anyone because voting slips were not used at the meeting and there is no evidence that any of the resolutions would not have been passed if voting slips had been used.

The abandoned resolutions

35. The meeting was not called upon to vote on six (6) items on the agenda. These were abandoned because there was no proposer or seconder for the motions. The fact that there was no proposer or seconder was an indication that the meeting was not in favour of any of the six (6) motions. It may well have been the case that some proxy givers had required proxy holders to vote in favour of four (4) of the abandoned resolutions. This did not change the fact that there was no proposer or seconder for the six (6) motions and it will not be difficult to conclude that none of the six (6) resolutions would have passed if the chairperson had called for vote on any one of them. The fact that the six (6) motions were abandoned did not affect the resolutions that were passed and if they had not been abandoned, this would not have resulted in a failure to pass the resolutions that were passed.

The attendance list

36. There was a record of attendees at the meeting and it is exhibited at Annex 4 of the respondent's submission in Form 18A. There is no evidence that it was a false or invalid list.

Rights of subsidiary proprietors to vote and make oral nominations at the meeting denied

37. It was the submission of the applicants that a majority of subsidiary proprietors did not attend the scheduled AGM because they had no reason to doubt the validity of the notice of postponement that was issued in the name of the 22nd Council. Proceeding with the scheduled AGM therefore deprived subsidiary proprietors, who thought the scheduled AGM was postponed, of their rights to vote and make oral nominations.
38. Despite the finding of the Board in STB 108 of 2019, it appeared that it was the view of the applicants that until the decision was released, the notice of postponement was valid. The respondent was not in any way responsible for the absence of subsidiary proprietors at the scheduled AGM. A notice of the scheduled AGM had been given in accordance with the Act and the scheduled meeting was held in accordance the notice. There is no provision in the Act that allows for an annual general meeting to be postponed by way of a notice of postponement after a notice for the convening of the meeting has been given and there was absolutely no reason why the attendees should not have continued with the scheduled AGM

on 30 November 2019. The responsibility for any prejudice suffered by subsidiary proprietors who did not attend because they were misled by an invalid notice must lie with whoever was responsible for issuing the invalid notice. It cannot be in order that resolutions passed at a general meeting that was held in accordance with the provisions of the Act should be invalidated because of the non-attendance of subsidiary proprietors who did not attend for reasons that had nothing to do with the attendees.

39. Even though the Board was in this case not required to invalidate the resolutions passed and elections held, it was conscious that the discretion given by the Act had to be exercised judicially. Additionally, the pronouncement of Aedit Abdullah JC (as he then was) in *Lee Hung Pin v Lim Bee Lian and Anor [2015] SGHC 171* that *the general consideration would be to exercise that discretion carefully and judicially, bearing in mind the likely objectives of the grant of that power* was noted.
40. Inter alia, the applicants submitted that the meeting was run by a group of thirty (30) to forty (40) individuals who were interested in pushing for resolutions that were in their interests without the involvement of the incumbent management council. In this case, the respondent had proceeded with the meeting after a proper notice had been given in accordance with the Act. There is no evidence that the resolutions passed were not in the best interest of the estate or in any way adverse to the interests of the estate. There is also no evidence that the members elected as members of the 23rd Council are dishonest or in any way unworthy to hold office. There can be no doubt of the adverse effects on the respondent if the Board were to invalidate all the resolutions passed and elections held. The fact that the applicants were not involved in the scheduled AGM was due to a decision that was made by no one other than themselves. The Board was satisfied that there was in this case no valid or any good reason to invalidate the elections held or resolutions passed at the scheduled AGM.
41. The applications for the first (1st) and second (2nd) orders applied for are dismissed.
42. In view of our decision in paragraph 41 above, the application for the third (3rd) order sought is similarly dismissed.
43. The Board is of the view that it will be in order that we comment as follows:

The application was an application to invalidate the elections held and resolutions passed at the scheduled AGM. As noted earlier, there was no allegation that members of the council who had been elected at the scheduled AGM were dishonest or in any way unworthy to hold office or that the resolutions passed were not in the best interest of the estate. What was clear was that the members who were elected as members of the 23rd Council were not supporters of the 22nd Council and the applicants are seeking their ouster and for a general meeting to be held in order that new council members can be elected. A management corporation is required under section 27 of the Act to hold a general meeting in every calendar year and not more than fifteen (15) months after the holding of the last preceding annual general meeting.

When directions for a hearing were given after mediation was not successful, it was, considering timelines in connection with submissions, hearing and decision, apparent that the applicants would be able to achieve what they were seeking viz a general meeting and an opportunity to vote for the members of the management council, without the need of an order from the Board. Accordingly, the Board had expressed concern as to whether resources of the Board were being expended necessarily. Regrettably, it did not appear that the concern of the Board was shared by the applicants.

44. We will hear parties on costs.

Dated this 9th day of November 2020

Mr Remedios F.G
Deputy President

Mr Lawrence Ang
Member

Ms Vicki Loh
Member

Mr Tang Shangwei and Mr Gerald Lai (WongPartnership LLP) for the Applicants.
Ms Chong Xin Yi Liesel (Gloria James-Civetta & Co) for the Respondent.