

**IN THE GENERAL DIVISION OF
THE HIGH COURT OF THE REPUBLIC OF SINGAPORE**

[2025] SGHC 182

Originating Application No 1148 of 2024

In the matter of Persekutuan Kebajikan Islam Telok Kurau Singapura

Between

- (1) Amir Mohamed Nurussalaam
Bin Mohamed Lofti
- (2) Noor Hizam Bin Muhammad
- (3) Mohammed Izwanizam Bin
Mod Nor
- (4) Rizal Bin Sunwan
- (5) Noorazan Bin Ahmad
- (6) Abdul Rahim Bin Omar
- (7) Mohamed Indra Shahrudy Bin
Mohamed
- (8) Nora Bte Said
- (9) Shamshiyati Binte Sayas
- (10) Noryati Bte Sayas
- (11) Noorhuda Binte Yunos

... Claimants

And

- (1) Persekutuan Kebajikan Islam
Teluk Kurau Singapura
- (2) Ariffin Bin Yusoff
- (3) Abdul Rab Bin Md Taib
- (4) Rosirwan Bin Abdul Jalil
- (5) Zainudin Bin Kasim
- (6) Mohammed Bashir s/o Ismail
- (7) Muhammad Imran Khan Bin
Ab Azis Khan
- (8) Abdul Alim Bin Mohamed
Omar

- (9) Humayyun Bin Mohammed Bashir
- (10) Mohammad Hidayat Bin Hamzah
- (11) Zarina Binte Hashim
- (12) Muhammad Helmy Iskandar Bin Subari
- (13) Shir Ahmad Zhulfi Bin Mohammed Bashir
- (14) Raja Ashraf Bin Raja Khalif
- (15) Fathul Islam Bin Mohamed Rashid
- (16) Muhammad Al Farid Khan Bin Ismail
- (17) Zait Bin Ismail
- (18) Ahmad Firdaus Bin Rashid
- (19) Widiana Binte Ahmad

... *Defendants*

JUDGMENT

[Courts and Jurisdiction — Jurisdiction — Original]

[Unincorporated Associations and Trade Unions — Mutual benefit organisations — Meetings]

[Unincorporated Associations and Trade Unions — Mutual benefit organisations — Membership]

[Unincorporated Associations and Trade Unions — Mutual benefit organisations — Disputes]

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Amir Mohamed Nurussalaam bin Mohamed Lofti and others
v
Persekutuan Kebajikan Islam Teluk Kurau Singapura and others

[2025] SGHC 182

General Division of the High Court — Originating Application No 1148 of 2024

Kristy Tan J

8 July, 9 September 2025

9 September 2025

Judgment reserved.

Kristy Tan J:

Introduction

1 HC/OA 1148/2024 (“OA 1148”) is an application brought by 11 members of Persekutuan Kebajikan Islam Telok Kurau Singapura (“PTKS”) to, in the main, challenge the “purported election” of the second to 19th defendants (“D2” through to “D19”) as PTKS’ Executive Committee members following PTKS’ Annual General Meeting (“AGM”) held on 19 October 2024 (“2024 AGM”).¹

¹ See, *eg*, OA 1148, prayer 3.

The parties

2 The first defendant, PTKS, is a mutual benefit organisation registered under the Mutual Benefit Organisations Act 1960 (2020 Rev Ed) (“Act”). PTKS provides, *inter alia*, affordable funeral services to its paying members and the public at large.² PTKS is governed by, and its affairs are conducted in accordance with, its “*Undang-Undang Dan Peraturan-Peraturan Bagi Persekutuan Kebajikan Islam Telok Kurau Singapore*” (translated as “Constitution and Regulations of the Islamic Welfare Association of Telok Kurau, Singapore”), which comprises a “Constitution Section” (“PTKS’ Constitution”) and a “Regulations Section” (“PTKS’ Regulations”) (together, “PTKS’ Constitution and Regulations”).³

3 The claimants (“C1” through to “C11”) were, save for C11, among the members of PTKS’ Executive Committee for the 2022 to 2024 term (“2022-Committee”). C11 is an ordinary member of PTKS.⁴

4 D3 to D19 were (“purportedly”, on the claimants’ case;⁵ and “validly”, on the defendants’ case⁶) elected at the 2024 AGM as members of PTKS’ Executive Committee for the 2024 to 2026 term (“2024-Committee”).

² Claimants’ Joint Supporting Affidavit dated 30 October 2024 (“Claimants’ 1st Affidavit”) at para 6.

³ Defendants’ Joint Affidavit dated 21 November 2024 (“Defendants’ Affidavit”) at para 79(3) and pp 164–223; Defendants’ Bundle of Documents dated 19 August 2025 (“DBOD”) at pp 226–285.

⁴ Claimants’ 1st Affidavit at para 3.

⁵ Claimants’ 1st Affidavit at para 5.

⁶ See, *eg*, Defendants’ Affidavit at para 70(c).

5 It was undisputed that D2, Mr Ariffin bin Yusoff, is a member of PTKS, was a 2022-Committee member, and has also been a paid employee of PTKS for around 13 years.⁷ The claimants asserted that D2 is also part of the “purported” 2024-Committee,⁸ and on that basis, included him within the scope of the reliefs they sought in OA 1148. However, the defendants categorically confirmed that D2 is not a 2024-Committee member.⁹ The defendants’ position was supported by PTKS’ Business Profile dated 23 October 2024 and lodged with the Registrar of Mutual Benefit Organisations (“Registrar”), which did not list D2 as a 2024-Committee member.¹⁰ I accept the defendants’ evidence and proceed on the basis that D2 is *not* a 2024-Committee member. I do not think the claimants can object to this approach, which aligns with their underlying objective in OA 1148 to ensure that D2 is *not* regarded as a 2024-Committee member.

Overview of the parties’ cases

6 While the parties used the term “Administrative Committee” in their court papers, PTKS’ Constitution employs the term “Executive Committee” instead (see, *eg*, Art 9).¹¹ The parties confirmed at the hearing of OA 1148 on 9 September 2025 (“Hearing”) that both terms referred to the same thing, and I therefore use the term “Executive Committee” for consistency with PTKS’ Constitution.

⁷ Claimants’ 1st Affidavit at para 19; Defendants’ Affidavit at para 9(i).

⁸ Claimants’ 1st Affidavit at para 5.

⁹ Defendants’ Affidavit at paras 9(i) and 10.

¹⁰ Defendants’ Affidavit at para 8(4) and p 59.

¹¹ DBOD at p 235.

7 I will address the parties’ evidence and arguments in more detail at the relevant juncture when explaining my decision. At this point, I set out an overview of their cases to crystallise the issues for determination.

8 The claimants’ case was that:

(a) Thirteen defendants, *viz*, D6 and D8 to D19, are not members of PTKS, their membership applications not having been accepted in accordance with Arts 10(b) and 21(b) of PTKS’ Constitution. They were thus ineligible to vote at the 2024 AGM and to be elected as 2024-Committee members.¹²

(b) D7, Mr Muhammad Imran Khan bin Ab Azis Khan, was barred under Art 16(f) of PTKS’ Constitution from standing for election to the 2024-Committee given his commercial interest and dealings with PTKS.¹³

(c) As “part of a conspiracy between [D6 and D7] to usurp [PTKS]”, D2 and D7 “wrongfully brought about the requirement of a nomination form in [the 2024 AGM] voting exercise”, despite the absence of any such requirement in PTKS’ Constitution and of any such previous practice.¹⁴ No voting of the 2024-Committee members into office was conducted at the 2024 AGM.¹⁵

¹² Claimants’ Written Submissions dated 1 July 2025 (“CWS”) at paras 11(a), 11 (c) and 28–51.

¹³ CWS at paras 11(b) and 52–58.

¹⁴ CWS at paras 11(d) and 59–61.

¹⁵ CWS at paras 62–68.

- 9 The claimants sought the following main reliefs in OA 1148:
- (a) a declaration that the 2024 AGM was null and void (“prayer 1”);
 - (b) further or alternatively, a declaration that “all actions and decisions and resolutions passed or howsoever made or issued at [the 2024 AGM], including the purported appointment of [D2 to D19] as [PTKS’] office bearers and/or committee-members”, were null and void (“prayer 2”);
 - (c) further or alternatively, a declaration that “the purported election or occupation or assumption by [D2 to D19] as [PTKS’] office bearers and/or as [PTKS’] committee-members at and/or following [the 2024 AGM], or in any event”, was null and void (“prayer 3”); and
 - (d) an order “directing the convening of a fresh [AGM] to be held in accordance with [PTKS’] Constitution and/or in such manner as this Court deems just, and under the supervision of such party or persons as this Court deems just” (“prayer 4”).
- 10 The defendants’ case was that:
- (a) The defendants, including D6 and D8 to D19, were at all material times members of PTKS with valid memberships. They were thus eligible to vote, and to stand for election to the Executive Committee, at the 2024 AGM.¹⁶

¹⁶ Defendants’ Written Submissions dated 1 July 2025 (“DWS”) at paras 33–35.

(b) D7’s alleged commercial interest and dealings with PTKS were denied. The claimants had also misconstrued Art 16(f) of PTKS’ Constitution, the objective of which was to prevent “third party vendors ... i.e. competitors (such as Singapore Casket or other funeral service providers)” from being appointed as Executive Committee members and taking over control of PTKS. Art 16(f) did not apply to D7.¹⁷

(c) The requirement for a member to submit nomination papers in order to be eligible to stand for election to the Executive Committee was a valid requirement.¹⁸ D3 to D19 had submitted their nomination papers whereas C1 to C10 had not.¹⁹ D2 had validly presided as interim chairman of the 2024 AGM for the duration when the election of the 2024-Committee took place.²⁰ Voting was conducted at the 2024 AGM pursuant to which D3 to D19 were appointed as the 2024-Committee.²¹

11 The defendants further pointed out that the claimants’ case appeared to address only prayer 3 of OA 1148, with no explanation for why actions, decisions and resolutions passed at the 2024 AGM which were unrelated to the appointment of the 2024-Committee members should be nullified or voided, and no support for the other prayers in OA 1148.²²

¹⁷ DWS at paras 36–38.

¹⁸ DWS at paras 18–23.

¹⁹ DWS at paras 24–29.

²⁰ DWS at paras 30–32.

²¹ DWS at paras 15–17.

²² DWS at para 40.

12 More than seven months after filing their affidavit in response to the claimants’ originating application, the defendants sought permission to adduce further evidence. Their application was roundly refused by a learned Assistant Registrar, and the defendants did not appeal that decision.

13 Finally, the parties also addressed whether s 36(1)(a) of the Act and Art 27 of PTKS’ Constitution, which provide for specific modes of dispute resolution, precluded this court from adjudicating OA 1148. They were aligned in wanting the dispute in OA 1148 to be resolved by this court.²³

Issues to be determined

14 Five main issues arise for determination:

- (a) a preliminary issue of whether this court has jurisdiction to hear the dispute in OA 1148;
- (b) whether D6 and D8 to D19 were validly admitted as members of PTKS;
- (c) whether D7 was ineligible to be appointed as an Executive Committee member;
- (d) whether D3 to D19 were validly elected as 2024-Committee members at the 2024 AGM; and
- (e) the appropriate reliefs (if any).

²³ CWS at paras 15–27; DWS at paras 3–13.

The preliminary issue of jurisdiction

15 Section 16(1) of the Supreme Court of Judicature Act 1969 (2020 Rev Ed) (“SCJA”) confers on the General Division of the High Court, in the exercise of its original jurisdiction, unlimited subject matter jurisdiction (in that s 16(1) does not confine the court’s jurisdiction to trying specific subject matter): *Allenger, Shiona (trustee-in-bankruptcy of the estate of Pelletier, Richard Paul Joseph) v Pelletier, Olga* [2022] 3 SLR 353 (“*Allenger*”) at [51]. However, this subject matter jurisdiction may be circumscribed or qualified by legislation or the common law: *Allenger* at [52]–[55].

16 A converse situation presented in *Sunseap Group Pte Ltd v Sun Electric Pte Ltd* [2019] 1 SLR 645, where the Court of Appeal held that, in determining whether the High Court had original jurisdiction to hear an application for the revocation of a patent, regard should be had to the specific provisions in the Patents Act (Cap 221, 2005 Rev Ed) governing the High Court’s jurisdiction to hear such applications, instead of the general provision relating to the High Court’s jurisdiction in s 16(1) of the SCJA; this was in line with the maxim *generalibus specialia derogant* (at [61]). This underlying reasoning equally supports the position that specific statutory provisions may operate to exclude particular subject matter from the general subject matter jurisdiction of the High Court under s 16(1) of the SCJA.

17 Germane to the present case, s 36(1)(a) of the Act states:

Decision on disputes

36.—(1) Every dispute between —

(a) a member or subscriber or person claiming through a member or a subscriber or under the rules of a registered organisation and the organisation or an officer thereof; and

...

shall be decided in the manner directed by the rules of the registered organisation and the decision so given shall be binding and conclusive on all parties without appeal, and shall not be removable to any court or restrainable by injunction; and application for the enforcement thereof may be made to a District Court.

[emphasis added]

18 In turn, Art 27 of PTKS’ Constitution states:²⁴

27. RESOLUTION OF DISPUTES

Any dispute arising within the Association shall be resolved by the Executive Committee. If the Committee fails to resolve the matter, the dispute shall be referred to the Registrar or to a mediator appointed by the Registrar.

19 Read together, s 36(1)(a) of the Act and Art 27 of PTKS’ Constitution exclude the court’s jurisdiction to hear a dispute falling within the ambit of s 36(1)(a) of the Act. Such dispute shall instead be decided according to Art 27 of PTKS’ Constitution, which provides specific mechanisms for resolution *other* than by the court.

20 The parties were *ad idem* in wanting this court to hear and resolve their dispute in OA 1148. The claimants submitted, in gist, that there was “no [Executive] [C]ommittee in existence to decide [the] dispute” and that D2 to D19 could not be allowed to “decide on their own legitimacy to form a committee or to hold office of [PTKS]”.²⁵ The defendants considered that the dispute fell within the ambit of s 36(1)(a) of the Act and that the procedure under Art 27 of PTKS’ Constitution called for the dispute to be referred to the Registrar as it would be a breach of natural justice for the Executive Committee

²⁴ DBOD at p 257.

²⁵ CWS at paras 20–25.

(comprising D3 to D19) to decide the dispute;²⁶ but they were nevertheless in favour of this court resolving the dispute given its “gravity”.²⁷ However, the parties’ agreement cannot confer on the court a jurisdiction which does not exist: *Retrospect Investment (S) Pte Ltd v Lateral Solutions Pte Ltd* [2020] 1 SLR 763 at [16] (citing *Wilkinson v Barking Corporation* [1948] 1 KB 721 at 725); *Salijah bte Ab Latef v Mohd Irwan bin Abdullah Teo* [1996] 2 SLR(R) 80 at [48]. I must thus be satisfied that the dispute in OA 1148 is not one which this court is precluded from hearing by virtue of s 36(1)(a) of the Act.

21 Having considered the issue, I find that s 36(1)(a) of the Act does *not* apply to the dispute in the present case. I explain.

22 The starting point is that, on the plain and ordinary meaning of s 36(1)(a) of the Act, three predicate facts must exist for the provision to apply:

- (a) there must be a dispute (“first predicate fact”); and
- (b) the dispute must be between:
 - (i) a member of PTKS, on the one hand (“second predicate fact”); and
 - (ii) PTKS or an officer of PTKS, on the other hand (“third predicate fact”).

It is only when all three requisite predicate facts exist that s 36(1)(a) applies to exclude the court’s jurisdiction to hear the dispute in question. This means that

²⁶ DWS at paras 8(a)–(i).

²⁷ DWS at paras 8(j), 9(b), 10(d)–(e) and 11.

the determination of whether these predicate facts have been established determines whether the court has jurisdiction to hear the dispute.

23 In the present case, the claimants are undoubtedly members of PTKS, and the second predicate fact thus exists. However:

(a) While they have joined PTKS as a defendant in OA 1148, there is in fact *no dispute* between the claimants and PTKS: the claimants have not challenged any act or decision of PTKS and have merely joined PTKS as a nominal defendant. Therefore, in respect of the action against PTKS, the first predicate fact is absent.

(b) While there is a dispute between the claimants and D2, I have found that D2 is *not* an office bearer of PTKS (see [5] above). Therefore, in respect of the action against D2, the third predicate fact is absent.

(c) While there is a dispute between the claimants and the remaining defendants (*ie*, D3 to D19), that dispute fundamentally concerns the claimants' challenge to D3 to D19's purported election as members of PTKS' Executive Committee. The claimants' contention is essentially that this election is void *ab initio*, and if they are correct, it would mean that D3 to D19 have never been office bearers of PTKS. In other words, the dispute is precisely over *whether D3 to D19 are office bearers of PTKS*, *ie*, whether the third predicate fact exists.

24 Given that the substantive dispute in OA 1148 is in effect over whether the third predicate fact has been established, I do not think that s 36(1)(a) of the Act applies to the dispute. It is established law that the court has implied jurisdiction to decide whether it has jurisdiction: *Hulley Enterprises Ltd v The*

Russian Federation [2025] SGHC(I) 19 at [130]; *The Tian Sheng No 8* [2000] 3 HKC 285 (“*Tian Sheng*”) at 310A–C; *Canada Trust Co v Stolzenberg* [1997] 1 WLR 1582 at 1589A–C. In practical terms, “the existence of jurisdiction would depend upon the court’s determination of the events, facts or circumstances on which the existence of jurisdiction was made to depend”: *Tian Sheng* at 310B–C. In respect of s 36(1)(a), this means that the court must (and has the jurisdiction to) determine the existence of the three requisite predicate facts in order to decide whether it has jurisdiction to try the substantive dispute in the action. When, in the present case, the determination of the existence of the third predicate fact (“former determination”) and the determination of the substantive dispute (“latter determination”) entail the court undertaking one and the same decision-making exercise: (a) it would be tantamount to ousting the court’s jurisdiction to decide whether it has jurisdiction if the court is precluded from making the former determination; and (b) it would be highly artificial to say that after making the former determination, the court is precluded from making the latter determination. These absurd outcomes would result if s 36(1)(a) were interpreted to exclude the dispute in OA 1148 from the court’s jurisdiction. Parliament is presumed not to have intended an unworkable or impracticable result, so an interpretation that leads to such a result would not be regarded as a possible one: *Tan Cheng Bock v Attorney-General* [2017] 2 SLR 850 (“*Tan Cheng Bock*”) at [38]. Thus, in my view, as a matter of statutory interpretation, s 36(1)(a) cannot and does not apply to the dispute in OA 1148.

25 My view is reinforced by reading s 36(1)(a) of the Act in context with s 36(2). Section 36(2) states:

The parties to a dispute *involving* a registered organisation may by consent (unless the rules of the organisation expressly forbid it) refer the dispute to the Registrar. [emphasis added]

Section 36(2) refers to disputes “involving” a registered organisation. This is a broader category of disputes than that under s 36(1)(a), which refers specifically to disputes between “a member ... and the organisation or an officer thereof”. This distinction supports the view that s 36(1)(a) applies where the respective status of the member and officer concerned (*qua* member and officer of the registered organisation) are not the subject of the dispute. If disputes over the legitimacy of their status were meant to fall under s 36(1)(a), the provision would more accurately have referred to disputes “involving” a registered organisation, but that language is reserved for s 36(2). The distinction between the respective categories of disputes in ss 36(1)(a) and 36(2) should not be elided as Parliament shuns tautology and does not legislate in vain; the court should endeavour to give significance to every word in an enactment: *Tan Cheng Bock* at [38].

26 In my view, the above interpretation of s 36(1)(a) of the Act also does not undermine (a) the general purpose of the Act, which is described in its long title as being “for the registration and control of mutual benefit organisations” and (b) the specific purpose of s 36, which regulates how disputes in relation to mutual benefit organisations are to be decided.

27 I thus conclude that s 36(1)(a) of the Act does not apply to the dispute in OA 1148, which at bottom concerns whether D3 to D19 were validly appointed officers of PTKS (specifically, Executive Committee members), and this court may proceed to decide the matter.

Whether D6 and D8 to D19 were validly admitted as members of PTKS

The claimants’ case

28 The claimants accepted that D2 to D5 and D7 are members of PTKS but challenged the membership status of D6 and D8 to D19.²⁸ The claimants gave the following evidence.

29 C1 was a member and the Secretary of PTKS’ Executive Committee from 2002 and 2016 respectively until the end of the 2022 to 2024 term.²⁹ During the eight years that C1 was the Secretary, the practice for processing applications for membership of PTKS was, consistent with Art 10(b) of PTKS’ Constitution providing that the Executive Committee had the power to accept and reject membership applications and Art 21(b) providing that the Secretary was to present membership applications to the Executive Committee for approval, as follows:³⁰

- (a) All membership applications were submitted to C1 as the Secretary.³¹
- (b) Upon an applicant submitting the prescribed form and paying the requisite fees, an interim membership number would be assigned to the applicant “to ensure no duplication” of the number.³²

²⁸ Claimants’ 1st Affidavit at para 17.

²⁹ Claimants’ 1st Affidavit at para 3.1.

³⁰ Claimants’ 1st Affidavit at para 12; CWS at paras 28–31.

³¹ Claimants’ 1st Affidavit at para 10.

³² Claimants’ 1st Affidavit at para 10.

- (c) C1 would then table the application at an Executive Committee meeting. Upon the Executive Committee’s approval of the application, C1 would instruct D2 of the same.³³
- (d) D2 would then register the new member’s particulars in the membership register, record the interim membership number as an assigned number, and issue the new member a membership card.³⁴

30 In around mid-2024, C1 instructed C5 “to undertake a digitalization of the membership-registration system”. C5 had assisted D2 “in the membership-registration exercise in the course of and for the purpose of his said task”.³⁵

31 Neither D2 nor C5 was ever “endowed with the power or duty to receive or to approve any membership-application for that said power and duty rests with the Secretary as provided in [PTKS’] Constitution”.³⁶

32 C5 received D10 and D14’s membership applications shortly before the 2022-Committee meeting on 14 September 2024 and assigned them interim membership numbers.³⁷ However, C5 did not appear to have sent these applications to C1. C1 never received any membership application from D6 and D8 to D19.³⁸

³³ Claimants’ 1st Affidavit at para 11.

³⁴ Claimants’ 1st Affidavit at para 11.

³⁵ Claimants’ 1st Affidavit at para 12.

³⁶ Claimants’ 1st Affidavit at para 20.

³⁷ Claimants’ 1st Affidavit at para 42.

³⁸ Claimants’ 1st Affidavit at para 18.

33 The minutes of the last meeting of the 2022-Committee, which took place on 14 September 2024 (“14 Sep 2024 Minutes”),³⁹ showed that D2 reported that three new membership applications in July 2024 and 11 new membership applications in August 2024 were received. These membership applications were accepted and confirmed by the 2022-Committee members present at the meeting.⁴⁰ No membership applications from D6 and D8 to D19 (including D10 and D14) were submitted to the 2022-Committee or tabled at the 2022-Committee meeting on 14 September 2024 for approval.⁴¹

The defendants’ case

34 The defendants produced extracts from PTKS’ Register of Members which contained entries purporting to record D2 to D19 as members of PTKS.⁴² On that basis, the defendants contended that D2 to D19, including D6 and D8 to D19, are registered members of PTKS and were eligible to stand for election to the 2024-Committee.⁴³

35 The defendants alleged that:

- (a) The task of “receiving membership applications on behalf of the organisation, assessing the applications, and granting the applicants membership into the organisation” had been “delegated solely” to D2 as

³⁹ Claimants’ 1st Affidavit at para 42.

⁴⁰ Claimants’ Bundle of Documents dated 20 August 2025 (“CBOD”): Minutes of the 2022-Committee meeting on 14 September 2024 at paras 4.1 and 4.2.

⁴¹ Claimants’ 1st Affidavit at paras 18 and 42.

⁴² Defendants’ Affidavit at para 9(k) and pp 61–63.

⁴³ Defendants’ Affidavit at para 30.

“part of his responsibilities” as a “paid staff member of [PTKS] who was paid to provide general administrative services to [PTKS]”.⁴⁴

(b) On a day-to-day basis, D2 received membership applications from persons interested in joining PTKS as members, together with an application fee of \$30.⁴⁵ D2 would peruse and assess the membership application against PTKS’ eligibility criteria, and if the applicant met the criteria, D2 would accept the applicant as a member of PTKS by entering his name into the Register of Members and issuing him a letter with the membership number.⁴⁶

(c) In D2’s 12 years of carrying out this responsibility, neither the Executive Committee nor its Secretary had required membership applications to be put before them for review or approval.⁴⁷

(d) None of the applications of the 5,000-plus members of PTKS were approved by the Executive Committee’s Secretary “in-person”.⁴⁸

36 The defendants made a series of allegations and arguments that the claimants had known of and not objected to D6 and D8 to D19’s membership status:

(a) The defendants alleged that at no point prior to the filing of OA 1148 had the claimants, the 2022-Committee or its Secretary

⁴⁴ Defendants’ Affidavit at paras 33–34.

⁴⁵ Defendants’ Affidavit at para 33.

⁴⁶ Defendants’ Affidavit at para 33.

⁴⁷ Defendants’ Affidavit at para 34.

⁴⁸ Defendants’ Affidavit at para 34.

objected to the admission of any of the defendants into PTKS as members.⁴⁹

(b) The defendants averred that they had “dutifully paid each of their respective membership dues (at S\$10.00 per month) in full and on time” and that “the [c]laimants, on behalf of [PTKS], have been happy to collect the said membership dues from the [d]efendants without objection as to their membership”.⁵⁰

(c) The defendants submitted that C1 to C10 had accepted that D6 and D8 to D19 were members of PTKS because the latter’s identities were checked and tallied against their membership numbers before they were permitted to enter the 2024 AGM venue.⁵¹

Decision

37 As an unincorporated association, the legal relationship between PTKS’ members is based on the contract between them as embodied by PTKS’ Constitution and Regulations (see *Singapore Vehicle Traders Association v Neo Tiam Ting* [2025] SGHC 96 at [45]), and the court may interpret the relevant provisions and enforce the parties’ contractual rights between them.

38 In my judgment, under PTKS’ Constitution, an application for membership of PTKS must be approved by the Executive Committee before the applicant can be admitted as a member of PTKS. This requirement is evident from Arts 7(b), 10(b) and 21(b) of PTKS’ Constitution.

⁴⁹ Defendants’ Affidavit at para 35(a).

⁵⁰ Defendants’ Affidavit at para 35(c).

⁵¹ DWS at para 34(f).

39 Article 7 of PTKS’ Constitution addresses membership applications and provides for the approval or rejection of membership applications by the Executive Committee:⁵²

7. APPLICATION FOR ASSOCIATE MEMBERSHIP

- a) Applications for membership shall be submitted to the Honorary Secretary using the prescribed form provided by the Association, accompanied by an advance payment of the associate and first monthly fees. The application must be proposed and seconded by members of the Association.
- b) *The application may be rejected by the Committee without the need to provide any reasons; however, any advance payment shall be refunded. If the application is approved by the Executive Committee, the Honorary Secretary shall issue an official receipt to the applicant. The date of membership shall take effect from the date of the Committee’s approval.*
- c) The names of all new members accepted in the year shall be displayed on the Association’s noticeboard and at the venue where the Annual General Meeting is held.

[emphasis added]

40 Under Art 10(b) of PTKS’ Constitution, the Executive Committee’s powers expressly include “[t]o accept or reject applications for membership”.⁵³

41 Under Art 21(b) of PTKS’ Constitution, the Secretary of the Executive Committee “shall accept or reject any membership application that does not comply with the Constitution and Regulations *before presenting it to the Executive Committee for approval*” [emphasis added].⁵⁴

⁵² DBOD at pp 234–235.

⁵³ DBOD at p 236.

⁵⁴ DBOD at pp 249–250.

42 That these provisions in PTKS’ Constitution embody a requirement for membership applications to be approved by the Executive Committee is further buttressed by regs 14 and 15 of PTKS’ Regulations. Regulation 14 provides that where a deceased member’s spouse seeks to replace the deceased as a member, a new application “shall be submitted to the Honorary Secretary *for approval by the Executive Committee*” [emphasis added].⁵⁵ Regulation 15 provides that where a member seeks to have his/her spouse replace him/her upon registration of their marriage, a new application “must be submitted to the Honorary Secretary *for approval by the Executive Committee*” [emphasis added].⁵⁶ The consistent thread across these provisions in PTKS’ Constitution and Regulations is that applications to be a member of PTKS must be approved by the Executive Committee. This requirement is unsurprising given that it would be of importance to an organisation who its membership comprises.

43 The defendants did *not* dispute the claimants’ position that neither the 2022-Committee nor any prior Executive Committee had approved the membership applications of D6 and D8 to D19.

44 Instead, the defendants argued that the membership applications of D6 and D8 to D19 had been approved by D2 pursuant to authority delegated by the Executive Committee to D2 to do so. The immediate difficulty with such a position is an evidential lacuna: the defendants never expressly averred that D2 was indeed the one who had purported to accept D6 and D8 to D19’s membership applications pursuant to D2’s alleged delegated authority. In fact, it is questionable whether D6 and D8 to D19 had even submitted membership

⁵⁵ DBOD at p 263.

⁵⁶ DBOD at p 263.

application forms, given that the defendants did not adduce any such forms in evidence despite asserting that they had produced all relevant documents.⁵⁷

45 More fundamentally, I disbelieve that there was any purported delegation of authority to D2 and practice by D2 to approve membership applications to begin with, as alleged by the defendants (see [35] above):

(a) First, I prefer the claimants' evidence that there was no such delegation of authority and that the practice was for the Secretary to table membership applications at Executive Committee meetings for approval (see [29] and [31] above), as this evidence was supported by the objective, contemporaneous and uncontroverted record of new membership applications (unrelated to the defendants) having been tabled at the 2022-Committee meeting on 14 September 2024 for approval by the 2022-Committee (see [33] above). Specifically, para 4 of the 14 Sep 2024 Minutes of the 2022-Committee meeting states:⁵⁸

4. **To approve application of new associate member and extend membership**

4.1 [D2] reported that there were 3 applicants regarding applications for new members in July 2024 and in August 2024, there were 11 applicants, and no extension of membership.

4.2 Upon the *proposal* of Mr Muhammad Iskandar Bin Rahim [a 2022-Committee member⁵⁹] and *seconded* by Mr Abdul Rahim Bin Mohamed [another 2022-Committee member⁶⁰] as well as

⁵⁷ Defendants' Affidavit at para 26(4).

⁵⁸ CBOD at Tab 4B.

⁵⁹ Claimants' 1st Affidavit at para 4.4.

⁶⁰ Claimants' 1st Affidavit at para 4.3.

unanimously approved by all Committee members present, therefore the applications for new associate members and extension of membership for the said months were adopted and confirmed.

[original emphasis in bold; emphasis added in italics]

The defendants’ counsel submitted at the Hearing that para 4.1 of the 14 Sep 2024 Minutes showed that D2 was “merely reporting” on the new members he had admitted and was not seeking the Executive Committee’s approval for admission of the new members. However, such a reading of para 4.1 of the 14 Sep 2024 Minutes is contrived, and flatly contradicted by para 4.2 which shows that new members had to be proposed, seconded and approved by members of the Executive Committee before admission.

(b) Second, I find it unlikely that the Executive Committee would have delegated to a paid staff member decisions on whether to accept membership applications. Admission into membership is not simply an administrative task but involves an assessment of the applicant’s suitability. That this is so is implied by Art 10(g) of PTKS’ Constitution, which empowers the Executive Committee to expel or suspend any member whose conduct is “deemed detrimental to the interest of [PTKS] and its members”.⁶¹ At the stage of membership admission, it would similarly be relevant to consider that the applicant is not a person whose admission would harm the interests of PTKS. Such an assessment should logically not be left to a paid staff member alone.

⁶¹ DBOD at p 238.

(c) Third, there is no evidence of the alleged delegation of authority to D2. If, as alleged by the defendants, there was a practice for D2 to approve membership applications and that practice had been in place for years, it is incredible that there is no written record of or contemporaneous allusion to the purported delegation of authority to D2. The more sensible inference to draw from the absence of such objective evidence is that there was no such delegation of authority or practice.

(d) Fourth, the defendants’ assertion that none of the applications of the 5,000-plus members of PTKS were approved by the Executive Committee’s Secretary “in-person” (see [35(d)] above) was (i) unsubstantiated and (ii) in any event, neither here nor there since it is the *Executive Committee* that has to approve membership applications.

(e) Fifth, I place no weight on the defendants’ assertion that:⁶²

... the [d]efendants will be able to adduce (if necessary) member dockets which evidence [C1’s] stamped signature (as opposed to [C1’s] handwritten signature), which will prove that [C1] himself did not sign off on membership applications on a day to day basis but this was a task that was delegated to [D2] – hence the need for a stamp that was used by [D2]. [emphasis in original].

It was for the defendants to include in their affidavit in response to the claimants’ originating application the evidence they wished to introduce: O 6 r 12(1) of the Rules of Court 2021. If they had thought that a supposed piece of evidence was not “necessary” to adduce, it is of no assistance to their case to suggest that the apparent evidence exists.

⁶² DWS at para 34(e).

In any event, even if C1’s “stamped signature” was used to mark approval of membership applications, that would not foreclose the Executive Committee having approved the membership applications prior to C1’s stamped signature being used to mark the approval.

(f) The strained nature of the defendants’ case on D2’s alleged delegated authority became even more evident when the defendants’ counsel submitted at the Hearing that the delegation of authority to D2 had taken place pursuant to Art 10(f) of PTKS’ Constitution. Art 10(f) provides that the Executive Committee has the power “[t]o appoint one or more *Sub-Committees* to assist the Executive Committee in facilitating and improving its work” [emphasis added].⁶³ The defendants’ counsel first asserted that D2 was a “one-man Sub-Committee”, before claiming that the “nomenclature of Sub-Committee” was not used but that this was what was done “in substance”. I do not accept these submissions, which do not accord with the clear language of Art 10(f); Art 10(f) had also hitherto not been raised in the defendants’ evidence or written submissions.

46 I also do not find the entry of D6 and D8 to D19 in PTKS’ Register of Members (see [34] above) dispositive of whether they had been validly admitted as members of PTKS pursuant to the applicable provisions in PTKS’ Constitution. Notably, the Register recorded D6 and D8 to D19 as having been registered as members only with effect from 1 October 2024 (see s/ns 1494, 1489, 1496, 1480, 1501, 1502, 1495, 1481, 1479, 1490, 1510, 1508 and 1488

⁶³ DBOD at p 237.

of the Register of Members respectively).⁶⁴ This timing, which falls between the last meeting of the 2022-Committee on 14 September 2024 and the 2024 AGM on 19 October 2024, reinforces that D6 and D8 to D19 had *not* been approved by any Executive Committee as members of PTKS, contrary to the requirements under PTKS' Constitution.

47 As for the defendants' suggestion that the claimants had known of and not objected to D6 and D8 to D19's membership status (see [36] above), the defendants neither factually established this suggestion nor explained its legal relevance (if any). Specifically:

(a) The defendants' argument that the claimants had been happy to collect membership dues from D6 and D8 to D19 without objection to their membership (see [36(b)] above) is spurious. D6 and D8 to D19 were purportedly registered as members only on 1 October 2024 (see [46] above) and the membership fee receipts issued to D6 and D8 to D19 (adduced by the defendants) were dated 1 or 2 October 2024.⁶⁵ At the Hearing, the defendants' counsel conveyed that D5 had issued the receipts. There is no evidence that the claimants were ever aware of the collection of fees from D6 and D8 to D19. In fact, it is more likely that they were *not* aware given that the last 2022-Committee meeting on 14 September 2024 *preceded* the issuance of these receipts and, very shortly after the issuance of the receipts, D3 to D19 purportedly took over as the Executive Committee on 19 October 2024.

⁶⁴ Defendants' Affidavit at p 62.

⁶⁵ Defendants' Affidavit at pp 74–80; DBOD at pp 31–37.

(b) I similarly reject the defendants’ argument that C1 to C10 had accepted that D6 and D8 to D19 were members of PTKS because the latter’s identities were checked and tallied against their membership numbers before they were permitted to enter the 2024 AGM venue (see [36(c)] above). There is no evidence of who had conducted the purported checks and whether the person conducting the purported checks was aware at that point in time that no Executive Committee had ever approved D6 and D8 to D19’s membership applications.

48 I therefore find that D6 and D8 to D19 were *not* validly admitted as members of PTKS in accordance with the requirements under PTKS’ Constitution, and I conclude that they are therefore not properly members of PTKS.

49 In consequence, D6 and D8 to D19 were *not* eligible to vote at the 2024 AGM, much less to stand for election to the Executive Committee. This is implicit from Art 16(a) of PTKS’ Constitution: Art 16 governs the rights and duties of PTKS members, and Art 16(a) provides that “[a] *member* shall have the right to *hold office*, oppose or propose motions, *vote at General Meetings...*” [emphasis added].⁶⁶ In other words, only members of PTKS had the right to vote at the 2024 AGM and to stand for election to the Executive Committee. The election of D6 and D8 to D19, who were not at the material time members of PTKS, to the 2024-Committee was therefore invalid.

⁶⁶ DBOD at p 243.

Whether D7 was ineligible to be appointed as an Executive Committee member

The claimants’ case

50 The claimants averred that D7 had provided paid funeral services to PTKS on an *ad hoc* basis.⁶⁷ D7 was a “vendor” engaged by the 2022-Committee,⁶⁸ and PTKS used D7’s paid services in PTKS’ provision of funeral services to its members.⁶⁹ D7’s “commercial interest” thus barred him from standing for election to the Executive Committee under Art 16(f) of PTKS’ Constitution.⁷⁰

The defendants’ case

51 The defendants explained that when a PTKS member or a family member of a PTKS member passed away, PTKS would dispatch its *Ustadh* (a religious master or teacher) or one of its qualified *imams* (a person qualified to lead prayers) to the deceased’s home to wash the deceased’s body, shroud the body in cloth, and perform funeral prayers.⁷¹ D7 is an *Ustadh* and qualified *imam* who carried out this service for deceased persons on behalf of PTKS.⁷²

52 The defendants submitted that Art 16(f) of PTKS’ Constitution did not apply to disqualify D7 from being appointed as an Executive Committee member because:

⁶⁷ Claimants’ 1st Affidavit at para 21.

⁶⁸ Claimants’ Joint Supplementary Affidavit dated 7 November 2024 at para 5.23.

⁶⁹ Claimants’ 1st Affidavit at para 28.

⁷⁰ CWS at para 54.

⁷¹ Defendants’ Affidavit at para 24(6).

⁷² Defendants’ Affidavit at para 24(6).

(a) D7’s provision of funeral services to members of PTKS was not provided by D7 as part of his own business or under his own company. D7 was at all material times providing funeral services to PTKS’ members as PTKS’ own volunteer *Ustadh* only. PTKS paid D7 an honorarium for his time and effort in assisting the deceased members and their bereaved families but this was not in the nature of a contractual payment. The quantum of the honorarium for each deceased person attended to was only \$400–500 (depending on whether the funeral services had to be conducted at night or there were special circumstances).⁷³ D7 denied being a vendor of PTKS, and the defendants called on C1 to provide a copy of the contract showing D7 was a vendor.⁷⁴

(b) According to D2, he was a member of the Executive Committee when PTKS’ Constitution was amended to include Art 16(f) and was present at the Executive Committee discussions on the same. The intention behind the inclusion of this rule was to “prevent competing organisations (such as Singapore Casket or other like organisations which provided funeral services) from having their people ‘infiltrate’ or sit on the management of [PTKS]”.⁷⁵ D7 is not part of any competing business organisation that provides funeral services seeking to infiltrate or gain control of PTKS.⁷⁶

⁷³ Defendants’ Affidavit at para 56(a).

⁷⁴ Defendants’ Affidavit at para 66(a).

⁷⁵ Defendants’ Affidavit at para 56(b).

⁷⁶ Defendants’ Affidavit at para 56(c).

Decision

53 Article 16(f) of PTKS’ Constitution states:⁷⁷

Any person with interests or objectives similar to those of the Association, *such as operating a burial service that aligns with the objectives outlined in Clause 5(c) of this Association*, shall not be eligible for appointment to the Executive Committee of this Association. [emphasis added]

54 Under Art 5(c) of PTKS’ Constitution, an objective of PTKS is “[t]o provide complete funeral services for deceased members, their dependents, and their families, as well as for members of the local Muslim community”.⁷⁸

55 Read together, Arts 16(f) and 5(c) of PTKS’ Constitution prohibit a person in the business of providing funeral services for members of the local Muslim community from being appointed as an Executive Committee member. It is apparent that their purpose is to prevent a person from being appointed to the Executive Committee where there is a conflict of interest on his/her part. I reject the defendants’ argument that Art 16(f) has the limited objective of preventing “competing organisations” from “having their people ‘infiltrate’ ... [PTKS]”. Nothing in the wording of Arts 16(f) and 5(c) supports such a limited construction, and the defendants adduced no objective evidence (such as documentary records) of the alleged discussions on the purpose of Art 16(f) when it was drafted for inclusion in PTKS’ Constitution.

56 However, on the facts of the case, I find that there is insufficient evidence to establish that D7 was in the business of providing funeral services for members of the local Muslim community. While the claimants averred that

⁷⁷ DBOD at pp 244–245.

⁷⁸ DBOD at p 233.

D7 was a vendor of PTKS who provided paid funeral services to PTKS, they provided no objective or documentary evidence of a client-vendor relationship between PTKS and D7. D7 also countered, with a degree of detail that made his evidence not unbelievable, that his provision of funeral services for PTKS’ members was in his capacity as a volunteer *Ustadh*. To be sure, D7 was coy about exactly what business he ran or which company he worked for; he could have been far more forthright about these matters. It was also somewhat suspect that D7 had proclaimed in his Nomination Form (see [57] below) that he was “AN EXPERIENCED FUNERAL MANAGER”.⁷⁹ That said, the burden of proof is on the claimants to establish that D7 was caught by the prohibition in Art 16(f) of PTKS’ Constitution against being appointed an Executive Committee member, and on balance, I do not think they have discharged this burden.

Whether D3 to D19 were validly elected as 2024-Committee members at the 2024 AGM

The claimants’ case

57 The claimants explained that C5 was tasked by the 2022-Committee to draw up the 2024 AGM notice for publication in Berita Harian.⁸⁰ Unknown to the other claimants, C5 consulted D2 and D7 on the form of the notice, and D7 suggested that the notice set out a requirement for the submission by a return date of a nomination form for election to the 2024-Committee.⁸¹ C5 acted on this suggestion without the knowledge of the other claimants and “purely out of oversight” of the requirement in PTKS’ Constitution for such decisions to be

⁷⁹ DBOD at pp 115–118 (see p 116).

⁸⁰ Claimants’ 1st Affidavit at para 31.

⁸¹ Claimants’ 1st Affidavit at para 32.

tabled and taken at a meeting of the Executive Committee.⁸² C5 thus caused a notice of the 2024 AGM to be issued (“2024 AGM Notice”), which stipulated that: “If you are interested to contest as a committee member to be held on the day of our AGM [*sic*], please visit our office to take your nomination form before 20th September 2024”.⁸³ The “Committee Nomination Form for Term 2024–202[6]” (“Nomination Form”) required the candidate to signify his agreement to, *inter alia*, the following:⁸⁴

...

- 4) All nominations will be reviewed by the select committee and all decisions are final.

...

- 7) This form must be returned to the Association’s office before 20 September 2024.

- 8) All information given must be witnessed by an [Executive] Committee [member] for Term 2022–2024 who is not the proposer or seconder.

58 The 2024 AGM Notice was published in Berita Harian on 29 September 2024, 20 days before the 2024 AGM scheduled for 19 October 2024.⁸⁵

59 The Nomination Form and the requirement for the submission of such a form was never raised to or deliberated by any Executive Committee prior to the 2024 AGM.⁸⁶

⁸² Claimants’ 1st Affidavit at para 33.

⁸³ Claimants’ 1st Affidavit at para 34 and p 165; CBOD at Tab 4B.

⁸⁴ Claimants’ 1st Affidavit at para 34 and pp 162–164; CBOD at Tab 3B.

⁸⁵ Claimants’ 1st Affidavit at para 35.

⁸⁶ Claimants’ 1st Affidavit at para 36.1.

60 As at 20 September 2024, being the return date stated in the Nomination Form, no Nomination Forms were submitted to or received by the 2022-Committee to allow the 2022-Committee to verify the membership of the candidates and deliberate on their suitability to stand for election at the 2024 AGM.⁸⁷

61 On the day of the 2024 AGM:

(a) The 2022-Committee had engaged volunteers to undertake the checking and registration of members' attendance but "it appears now that no checking and registration of those in attendance [was] done at all [and] that people were simply let in".⁸⁸ According to C5, only 48 individuals had given prior indication via use of a QR code of their intended attendance at the 2024 AGM and C5 detected four non-members among these 48 individuals.⁸⁹

(b) At some unspecified time during the meeting, C1 proposed C6 as the chairman for the 2024 AGM.⁹⁰ D6, Mr Mohammed Bashir s/o Ismail, objected to the proposal and nominated D2 as the chairman of the 2024 AGM.⁹¹ A verbal altercation involving C1, C6 and D6 ensued (the alleged particulars of which do not appear material to me).⁹² D2

⁸⁷ Claimants' 1st Affidavit at para 36.3.

⁸⁸ Claimants' 1st Affidavit at para 41.

⁸⁹ Claimants' 1st Affidavit at para 42.

⁹⁰ Claimants' 1st Affidavit at para 44.

⁹¹ Claimants' 1st Affidavit at paras 44.1–44.2.

⁹² Claimants' 1st Affidavit at paras 44.3–44.6.

“moved to the stage and assumed chairmanship of [the 2024 AGM], with no vote undertaken”.⁹³

(c) D6 showed C6 “a stack of nomination forms” and asked for “the [c]laimants’ intended-committee-members’ nomination forms”.⁹⁴ C6 handed his “list of intended-committee-members” to D2.⁹⁵ D2 asked to see D6’s Nomination Forms, which were presented to him.⁹⁶ D6 “called upon [D2] to announce a walkover”.⁹⁷ After “sighting [D6’s] stack of nomination forms”, D2 “announced the names listed [therein] and their purported elected position and ended with the statement that there was a ‘walkover’ and the said names duly announced would be elected as [2024-Committee] members” [emphasis in original].⁹⁸

(d) D6 “shouted for an agreement for [D7] to be elected as President”, “proceeded to rapidly count alleged hands shown, and shouted to [D2] to declare a walkover”.⁹⁹ D2 “again declared a walkover for the now purported [2024-Committee]-member[s]”.¹⁰⁰

(e) Most of the claimants then left and D2 subsequently declared the end of the 2024 AGM.¹⁰¹

⁹³ Claimants’ 1st Affidavit at para 44.7.

⁹⁴ Claimants’ 1st Affidavit at paras 44.10–44.11.

⁹⁵ Claimants’ 1st Affidavit at para 44.14.

⁹⁶ Claimants’ 1st Affidavit at paras 44.18 and 44.21.

⁹⁷ Claimants’ 1st Affidavit at para 44.22.

⁹⁸ Claimants’ 1st Affidavit at para 44.27.

⁹⁹ Claimants’ 1st Affidavit at para 44.32.

¹⁰⁰ Claimants’ 1st Affidavit at para 44.33.

¹⁰¹ Claimants’ 1st Affidavit at para 44.34.

(f) There was “no voting conducted at all on anything” at the 2024 AGM.¹⁰²

The defendants’ case

62 The defendants purported that the drawing up of the Nomination Form was the sole responsibility of C5, who had been tasked by the 2022-Committee to organise the 2024 AGM and draw up the 2024 AGM Notice.¹⁰³ It was within C5’s “discretion delegated to him by the 2022-Committee” to require the submission of Nomination Forms from persons intending to stand for election to the Executive Committee at the 2024 AGM.¹⁰⁴

63 The defendants produced minutes of the 2024 AGM which were prepared by D10 as “the 2024-Committee’s Secretary” (“2024 AGM Minutes”).¹⁰⁵ The 2024 AGM Minutes recorded, in gist, that the defendants’ team had produced Nomination Forms but the claimants’ team had not. D2 called for a show of hands on whether to call for a walkover or a contest. “A show of hands was conducted” and 43 out of 73 attendees agreed on the walkover. C1 and most of his team members walked out of the meeting, and D2 declared that the team led by D7 was the new management of PTKS for the 2024 to 2026 term.¹⁰⁶

¹⁰² Claimants’ 1st Affidavit at para 45.

¹⁰³ Defendants’ Affidavit at paras 38–39.

¹⁰⁴ Defendants’ Affidavit at para 40.

¹⁰⁵ Defendants’ Affidavit at para 8(3) and pp 52–57.

¹⁰⁶ Defendants’ Affidavit at pp 54–55.

64 According to the defendants, D2 was appointed as “the Interim Chairman to facilitate the elections of the new committee” at the 2024 AGM, as proposed by D6 and “agreed to by [C1]”.¹⁰⁷ The voting by a show of hands at the 2024 AGM was captured on video by a video camcorder which was mounted on a tripod, set up by C5 on behalf of the 2022-Committee. The defendants asserted that the video recording would corroborate that 43 out of 73 of the “present and voting members at the 2024 AGM voted to appoint [D3 to D19]” as the 2024-Committee members.¹⁰⁸ The defendants called on the claimants to disclose the video recording and invited the court to draw an adverse inference against the claimants if they failed to do so.¹⁰⁹

65 The defendants produced a list of attendees at the 2024 AGM (“Attendee List”) in which the attendees had signed against their respective names at the venue entrance to register their attendance. The list indicated 73 attendees,¹¹⁰ out of which 43 names were highlighted and purportedly indicated “the members of the general body who voted in favour of a walkover and the consequent appointment of [D3 to D19] as the 2024-Committee [members]”.¹¹¹ The defendants claimed that C5 had prepared the Attendee List, which was “left behind by the 2022-Committee after they stormed out of the 2024 AGM of their own volition” and “retrieved by [D2]”.¹¹² The defendants did not specify, however, whether the Attendee List *already* contained the highlighting of names when D2 purportedly retrieved it; who had highlighted the names; and how that

¹⁰⁷ Defendants’ Affidavit at para 9(i).

¹⁰⁸ Defendants’ Affidavit at para 24(3).

¹⁰⁹ Defendants’ Affidavit at paras 24(3) and 47(iii).

¹¹⁰ Defendants’ Affidavit at para 8(1) and pp 49–50.

¹¹¹ Defendants’ Affidavit at para 8(2) and pp 49–50.

¹¹² Defendants’ Affidavit at para 24(2).

person(s) had identified the attendees who had “voted in favour” of appointing D3 to D19.

66 The defendants concluded that 58.9% (being 43 out of 73) of the “present and voting members at the 2024 AGM” had voted for D3 to D19 as the 2024-Committee members and they were thus “properly and legitimately appointed” as such.¹¹³

Decision

67 Article 9(a) of PTKS’ Constitution refers to Executive Committee members being “appointed at the Annual General Meeting for a two-year term”.¹¹⁴ Art 13(e) specifies that the matters to be presented at the AGM include “[t]o elect new Executive Committee members for the upcoming term”.¹¹⁵ Art 16(a) gives members of PTKS the right to “vote at General Meetings”.¹¹⁶ Taken in conjunction, these provisions implicitly require that the appointment of members of the Executive Committee shall be determined by the vote of PTKS members at the relevant AGM.

68 In the usual course, conflicting evidence to the degree inherent in the claimants’ and defendants’ respective accounts of what transpired in the lead up to and at the 2024 AGM would have to be resolved at trial. However, in my judgment, it is unnecessary to resolve the factual disputes between the claimants and defendants regarding the use of the Nomination Forms and what transpired

¹¹³ Defendants’ Affidavit at para 24(1).

¹¹⁴ DBOD at p 235.

¹¹⁵ DBOD at p 242.

¹¹⁶ DBOD at p 243.

at the 2024 AGM in order to decide whether D3 to D19 had been validly elected as 2024-Committee members at the 2024 AGM. This is because, even assuming in the defendants’ favour that the use of the Nomination Forms was required and that their account of the events at the 2024 AGM is accepted, I would still be driven to the conclusion that the election of D3 to D19 as 2024-Committee members was not in accordance with the requirements under PTKS’ Constitution and that they had *not* been validly elected at the 2024 AGM. I elaborate.

69 First and preliminarily, on the defendants’ own case, the Nomination Forms had to be returned to PTKS by 20 September 2024.¹¹⁷ It is questionable how D6 and D8 to D19 had validly managed to do so, when, also by the defendants’ own case, D6 and D8 to D19 were registered in the Register of Members as PTKS members only with effect from 1 October 2024 (see [46] above).

70 Second and more importantly, as I have concluded at [48] above, D6 and D8 to D19 are *not* properly members of PTKS. They were *not* eligible to stand for election to the Executive Committee and could not have been (and were not) validly elected to the 2024-Committee.

71 Third, again on the defendants’ own case, the PTKS members at the 2024 AGM had “voted in favour of a walkover and the consequent appointment of [D3 to D19] as the 2024-Committee [members]”.¹¹⁸ In other words, D3 to D19 were not voted in *individually*; rather, an entire team (comprising D3 to

¹¹⁷ Defendants’ Affidavit at para 58(a).

¹¹⁸ Defendants’ Affidavit at para 8(2).

D19) was purportedly voted in as a package deal. However, where 13 persons (*ie*, D6 and D8 to D19) in that team are not eligible to stand for election in the first place, there is no valid team that could have been elected. On the defendants’ case, it is not possible to construe the purported vote as being for individual persons such that D2 to D5 and D7 could still be considered validly voted in when the rest of their team could not have been and were not validly elected.

72 Finally and critically, taking the defendants’ evidence about the highlighted Attendee List at face value, D6 and D8 to D19 were indicated as highlighted names (see s/ns 71, 58, 56, 30, 73, 65, 55, 39, 21, 62, 53, 66 and 57 of the Attendee List respectively).¹¹⁹ However, as explained at [49] above, since D6 and D8 to D19 are *not* members of PTKS, they had *no* right to *vote* at the 2024 AGM. Their 13 votes must thus be discounted. That being so, on the defendants’ best case, there were only 30 valid votes (being 43 less 13) out of 60 member-attendees (being 73 less 13) cast “in favour” of a “walkover” by D3 to D19. The valid votes were thus *tied*, and there was *no* valid majority vote in favour of the “walkover”. Regulation 33 of PTKS’ Regulations provides that “[i]n the event of a tie in the vote, the Chairperson shall cast the deciding vote to reach a final decision”.¹²⁰ This suggests that the Chairman of the AGM may cast a deciding vote in the event of a tie in the votes, but on the defendants’ own case, D2 (the purported “Interim Chairman” of the 2024 AGM) did *not* cast any deciding vote. Thus, none of D3 to D19 (including D3 to D5 and D7, whom the claimants did not dispute are PTKS members) were validly elected into the 2024-Committee.

¹¹⁹ Defendants’ Affidavit at pp 49–50.

¹²⁰ DBOD at p 269.

73 I therefore conclude that D3 to D19 were not validly elected as 2024-Committee members. They cannot legitimately be considered officers of PTKS.

The appropriate reliefs

74 In view of my finding that the election of D3 to D19 as 2024-Committee members was not in accordance with the requirements under PTKS' Constitution and that they had *not* been validly elected at the 2024 AGM, I consider it appropriate to make a declaration in the following terms: D3 to D19 were not elected as members of PTKS' Executive Committee at the 2024 AGM in accordance with the requirements under PTKS' Constitution and their purported election as such is invalid. I do not include D2 within the terms of this declaration as, on the defendants' own position, D2 was never a member of the 2024-Committee. This declaratory relief broadly mirrors prayer 3 of OA 1148.

75 I decline to grant prayer 1, which seeks to nullify the entire 2024 AGM. The claimants provided no evidential, factual or legal basis to impugn other aspects of the 2024 AGM apart from the election of D3 to D19 as 2024-Committee members.

76 In a similar vein, I decline to grant prayer 2, which seeks to nullify not only the election of D3 to D19 but also all other "actions and decisions and resolutions passed or howsoever made or issued at [the 2024 AGM]". Where the election of D3 to D19 is concerned, this is already addressed by the declaration I have granted (at [74] above). As for other matters, the 2024 AGM Minutes recorded that, prior to the dissolution of the 2022-Committee, decisions made at the meeting were "approved unanimously", which means that such

decisions would not be affected by a lack of valid votes from D6 and D8 to D19 (who are not members).¹²¹ The claimants did not contend otherwise or put forward any legal basis to impugn these decisions. I therefore see no basis for the grant of the overly broad declaration sought in prayer 2.

77 I also decline to grant prayer 4, which seeks an order for a fresh AGM to be convened “in accordance with [PTKS’] Constitution and/or in such manner as this Court deems just, and under the supervision of such party or persons as this Court deems just”. The claimants did not explain or establish what power or legal basis the court had to make such an order. It seems sensible, of course, that further to my declaration at [74] above, PTKS should convene a general meeting to elect its Executive Committee, but it is for PTKS to work out how that should be done.

Conclusion

78 In summary, I make a declaration in favour of the claimants in the terms set out at [74] above.

79 Unless the parties agree on costs, they should file their written submissions on costs, limited to three pages (excluding any list of disbursements), within one week from the date of this judgment. In this

¹²¹ Defendants’ Affidavit at pp 52–54.

connection, I note that the defendants had undertaken not to utilise PTKS' funds for the conduct of their defence in OA 1148.¹²²

Kristy Tan
Judge of the High Court

Chishty Syed Ahmed Jamal (A C Syed & Partners) for the claimants;
Tan Chu Sun Moses and Nur Azilah Binte Mohamad Azini (Hoh
Law Corporation) for the defendants.

¹²² Defendants' Affidavit at para 28.