

Proposed Collective Sale of Changi Garden

Minutes of Collective Sale Committee Meeting #09 held on 4 October 2016 (Tuesday) at 7.30 p.m. at Changi Garden, #967

Collective Sale Committee (CSC):

Name	Unit	Function	Present	Absent with apologies
Tay Siong Siew (TSS)	58B	Chairman	√	
Heng Teck Leng (HTL)	60B	Vice-Chairman	√	
Vevian Seow (VS)	40	Secretary	√	
Elizabeth Lee (EL)	44	Member	√	
Heng Teck Par (HTP)	971C	Member	√	
Molly Koh (MK)	40A	Member	√	
Ng Yen Lee (NYL)	961B	Member	√	
Raymond Wang (RW)	961C	Member	√	
Heng Teck Hoe (HTH)	963C	Member	√	
Wang Wee Siok (WWS)	60	Member	√	

Observers:

Name	Unit	Unit Type
Leong Poh Chew	961	Shop
Soh Koon Hai	971	Shop
Ngoh Y. W. William	963A	Shop
Adjmer Singh	963B	Penthouse

In attendance:

Tan Chun Ming (TCM)	Edmund Tie & Company (SEA) Pte Ltd (“ETC”)
Lee Liat Yeang (LLY)	Dentons Rodyk & Davidson LLP (“DRD”)
Ang Yi Rong (AYR)	Dentons Rodyk & Davidson LLP

The Meeting was called to order at 7.45 p.m.

S/N	Agenda	Action
1.0	Valuations	
	<p>For the benefit of the observers present, ETC presented an overview of the valuations carried out by the appointed valuers, Jones Lang LaSelle (“JLL”). In particular, it was shared that the following valuations had been carried out:</p> <ul style="list-style-type: none">(i) Separate valuations for each commercial unit;(ii) Separate valuations for each penthouse unit; and(iii) Three typical valuations for the apartments. <p>The considerations and principles adopted by JLL for the purposes of the valuations were also discussed, including, among other things, the approved use of the units and whether such approvals had been granted on a temporary or permanent basis.</p>	Info Only

2.0	Method of Apportionment	
	<p>Three possible methods of apportioning the sale proceeds were discussed, as follows:</p> <ul style="list-style-type: none"> (i) Sale proceeds to be proportionately apportioned to each unit solely on the basis of the valuations; (ii) Apportionment of sale proceeds by ascribing a one-third weightage to the valuation, strata area and share value of each unit; or (iii) Apportioning to each unit a sum equivalent to the valuation of the unit, before proportionately apportioning the entire balance of the remaining sale proceeds by ascribing a 50% weightage to the strata area and share value of the unit respectively. <p>For the purposes of the discussion, it was assumed that the reserve price for the sale of Changi Garden would be \$160 million. It was emphasized that this was not set in stone and that a reserve price had not been conclusively determined as yet. The effect of increasing the reserve price was also briefly considered.</p> <p>The process for determining the Method of Apportionment (including the need for approval of the CSC’s proposed reserve price by a simple majority of the owners present at an Extraordinary General Meeting (“EOGM”)) was also explained.</p>	Info Only
3.0	Financial Loss	
	<p>It was shared with the observers that a potential financial loss case had been identified. For the benefit of the observers, ETC and DRD explained the significance of financial loss cases (if any), and also shared the factors which may be taken into consideration for the purposes of determining if a unit would incur a financial loss.</p>	Info Only
4.0	Valuation Report	
	<p>DRD emphasized to the CSC that as fiduciaries acting on behalf of and making decisions in the interest of all the owners in Changi Garden, the CSC should carefully review JLL’s valuation report and address their minds to the process by which JLL derived the figures. This would include, among other things, considering the principles adopted by JLL, the comparables relied upon by JLL, and also understanding the rationale for these.</p> <p>DRD cautioned the CSC against taking any decisions on the reserve price or method of apportionment without first examining and analyzing the valuation report and, if necessary, querying or seeking clarifications from JLL.</p>	Info Only

5.0	Any Other Business	
	<p><u>Extraordinary General Meeting</u></p> <p>The CSC explored some possible dates for the EOGM to be convened, having regard to the matters to be ironed out prior to the calling of the EOGM, as well as the steps to be taken after the EOGM.</p> <p>ETC and DRD explained the process by which the EOGM may be requisitioned, and the requirements which must be met in order to ensure that the EOGM is properly convened.</p> <p><u>Next CSC Meeting</u></p> <p>The next CSC meeting has been scheduled for 11 October 2016 (Tuesday), 7.30pm.</p> <p>ETC will continue to follow up with JLL for a copy of the valuation report to be provided to the CSC.</p>	<p>Info Only</p> <p>ETC</p>
	<p>There being no other business, the meeting ended at 11.20 p.m.</p> <p><i>Confirmed by:</i></p> <p>-----</p> <p><i>Chairman</i></p> <p><i>Date:</i></p>	