



USER GUIDE

**Non-lawyers Seeking to Represent Companies,
Limited Liability Partnerships (LLPs) or
Unincorporated Associations
in Legal Proceedings**

The contents of this guide are for reference purposes only and they are not binding on the Court. This guide is not intended to give you legal advice but to help non-lawyers better understand the general requirements of the minimum requirements for an application to the Court for leave to represent a company, LLP or unincorporated association in legal proceedings (hereinafter referred in this Guide as “company¹”).

Should you have any questions about the requirements, please seek legal advice. A directory of qualified lawyers is maintained by the Legal Service Regulatory Authority (LSRA) and may be found on the internet at the Ministry of Law’s website at www.mlaw.gov.sg/eservices/lra/lra-home/. You may also contact the LSRA by telephone at 1800-CALL-LAW (1800 2255 529) or +65 2255 529 (call from overseas).

¹“company” include LLPs and some unincorporated associations. If you are trying to act for an unincorporated association, this guide only applies to unincorporated associations which are not partnerships or registered trade unions.

Purpose of the User Guide



Representation of company in legal proceedings



Who can represent a company?

Companies that are plaintiffs or defendants in legal proceedings must normally be represented by qualified lawyers. However, the Court may allow an application by the company for an officer of the company to act on its behalf in the legal proceedings if the Court is satisfied that the officer has been authorised by the company to do so, and it is appropriate to allow the officer to act on behalf of the company in the circumstances of the case.

Who is an officer of the company who may be given leave of Court to represent the company?

Not all officers of a company are allowed to represent the company in legal proceedings. Under Order 1 Rule 9(6) of the Rules of Court (Cap 322, R 5, 2014 Rev Ed), only the following officers may be allowed to represent a company:

- a) A director or secretary of a company, or a person employed in an executive capacity by the company.
- b) In relation to an LLP, a partner or manager of the LLP.
- c) For unincorporated associations (which are not partnerships or registered trade unions), the president, the secretary, or any member of the committee of the unincorporated association.

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How is the application to be made?

A formal application by the company for the Court to grant leave to an officer to represent the company in legal proceedings must be made by filing a summons in the prescribed form (Form 60) together with an affidavit. Sample filing templates may be downloaded from the LawNet Service Bureau's website at www.elitigation.sg/_layouts/IELS/Home/SBForms.aspx.

The summons and affidavit may be filed via the LawNet Service Bureau during office hours, located at:

- Level 1, Supreme Court Building, 1 Supreme Court Lane, S(178879) or
- 133 New Bridge Road, Chinatown Point #19-01/02, S(059413)

Applicable filing and Service Bureau manual handling fees are payable. Typical filing fees for a summons application would be \$100 for cases with a value of up to \$1million and \$200 for cases with a value of more than \$1 million. Affidavits are charged at \$2 per page subject to a minimum fee of \$50 per affidavit. Court filing fees can be found at Appendix B of the Rules of Court. Service Bureau fees may be found at www.elitigation.sg/_layouts/IELS/Home/SBFees.aspx.

If you require more information on the Service Bureau, please contact their office at Tel No. (65)6337 9164 or refer to their website at www.elitigation.sg/_layouts/IELS/Home/SBAbout.aspx or by email supremesb@crimsonlogic.com.sg

Please note that after a summons has been accepted for filing, the Court will issue a summons (SUM) number together with a hearing date. The summons and all relevant documents should then be served on all parties to the application in accordance to the applicable rules and procedures. Generally summonses are to be served by way of ordinary service, eg, by fax or post, etc, please see Order 62 rule 6. You may wish to refer to inter alia Orders 32 and 62 of the Rules of Court (Cap 322, R5, 2014 Rev Ed) for further information on service of documents.

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Requirements to be met in the supporting affidavit

On the date and time appointed for the hearing of the application, all parties are to attend the hearing at the specified venue in the Supreme Court. The officer who is seeking leave of Court to represent the company should be ready to address the Court on all relevant issues arising in the application. Please note that hearings may from time to time be re-scheduled at the discretion of the Court and the Court will communicate such re-scheduling by way of correspondence from the Court with the parties to the matter. All scheduled hearings will be available online at www.supremecourt.gov.sg on a weekly basis.

The affidavit must be made by some other officer of the company that is not the officer to be appointed to represent the company in legal proceedings. That is to say if the application is for you to represent the company in legal proceedings, you cannot make the affidavit to support the application yourself.

For general information on what an affidavit is and how to file an affidavit, please refer to the FAQs section of the Supreme Court of Singapore website at www.ifaq.gov.sg/SUPREMECOURT/apps/fcd_faqlmain.aspx. On the left hand column, select "The Litigation Process", followed by "Preparing Court Documents".

Further, the affidavit must meet the following requirements if the application is to appoint you to represent the company in legal proceedings:

- 1) It must state the following things:
 - a) Your position as an officer in the company;
 - b) The date when you were authorised to act for the company;
 - c) How you were authorised to act; and
 - d) Why you should be allowed to act on behalf of the company.

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- 2) It should address why the company cannot hire a qualified lawyer to represent it in the proceedings, how complicated the case is and what the issues in dispute are, and how weak or strong your company's case is.
- 3) As the Court needs to be satisfied that you will be able to offer assistance to the Court in the proceedings and will also be able to understand and comply with any orders or directions that the Court may give in the course of the proceedings, the affidavit should also provide information about your ability to handle the case for the company (e.g. your qualifications, language abilities, whether you reside in Singapore or elsewhere, or whether you are an undischarged bankrupt).
- 4) It must contain a copy of the document of the company authorising you to act on behalf of the company (e.g. a Warrant to Act or some other document).
- 5) Documents in support of the application should be exhibited to the affidavit. For instance, if the affidavit states that the company is unable to engage a lawyer because of lack of access to financial resources, then documentary proof relating to the financial position of the company should be exhibited.

Where are the requirements found

Please refer to Order 1 Rule 9 of the Rules of Court (Cap 322, R 5, 2014 Rev Ed), especially sub-paragraph (4). The Rules of Court can be found online at www.supremecourt.gov.sg/rules/court-processes/rules-of-court.

There are also Court decisions explaining how the Court considers applications for non-lawyers to represent companies in legal proceedings. These include *Bulk Trading SA v Pevensey Pte Ltd and another* [2015] 1 SLR 538 and *Allergan, Inc and another v Ferlandz Nutra Pte Ltd* [2015] 2 SLR 94.

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What can the Judge order on the application?

The Judge will consider all arguments that are made by the parties to the application before making a decision. He may allow or dismiss the application and/or make any other appropriate orders. As such, even if all the requirements in filing an application have been met, the Judge may still dismiss the application if he is of the view that, in the circumstances of the case, it is not appropriate to give leave for a person to represent the company.

Also, one possible decision that the Judge may make is to allow a person to represent the company on certain conditions. An example of these conditions may be found in the case of *Bulk Trading SA v Pevensey Pte Ltd and another* [2015] 1 SLR 538 where the Court granted leave for the officer to represent the company on condition that:

- a) The officer could be contacted on all matters in the legal proceedings as well as to facilitate service of court papers, and as such, he was ordered to provide his contact details such as his residential address and telephone numbers;
- b) The officer provide a promise (undertaking) to pay legal costs should the Court subsequently make such an order against the company; and
- c) The officer should provide information on his assets in Singapore to meet any potential costs orders which may be made against the company.