

Handling Instrument of Appointing a Proxy

Best Practice Guide (Revised Edition)

Code No.: G21/2024



Property Management Services Authority

Best Practice Guide on Handling Instrument of Appointing a Proxy

Guide No.: G21/2024

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Preamble

For the purpose of enabling licensees¹ to comply more effectively and professionally with the guidelines set out in the Code of Conduct² entitled “Handling Instrument of Appointing a Proxy” (Code No.: C21/2024) (“Code”) issued by the Property Management Services Authority (“PMSA”) on 19 January 2024 and revised on 24 January 2025, the PMSA provides relevant guidelines in this Best Practice Guide (“Guide”) pursuant to section 44³ of the Property Management Services Ordinance (Cap. 626) (“PMSO”). While licensees are encouraged to use their best endeavours to follow the Guide, failure to comply with the Guide will, however, not be regarded as a disciplinary offence referred to in section 4 of the PMSO.

Background

2. An owner of a property may appoint third party (including other owners, licensed property management company (“PMC”) or its licensed property management practitioner⁴ (“PMP”), or other persons) to represent him/her to attend a meeting of an

¹ The term “licensee” means the holder of the following licence: a PMC licence; a PMP (Tier 1) licence; a PMP (Tier 2) licence; a provisional PMP (Tier 1) licence; or a provisional PMP (Tier 2) licence.

² With regard to the Code of Conduct containing practical guidance issued by the PMSA under section 5 of the PMSO for the purpose of section 4 of the PMSO (disciplinary offences), although a licensee does not incur a legal liability only because the licensee has contravened a provision of the Code of Conduct, the Code of Conduct is admissible in evidence in disciplinary hearings, and proof that a licensee contravened or did not contravene the relevant provision of the Code of Conduct may be relied on as tending to establish or negate a matter that is in issue in the hearings.

³ Section 44 of the PMSO provides: “The Authority may do anything it considers appropriate for it to do for, or in relation to, the performance of its functions”.

⁴ According to section 2 of the PMSO, licensed PMP means (a) a licensed PMP (Tier 1); or (b) a licensed PMP (Tier 2).

owners' corporation ("OC")⁵ or an owners' meeting⁶ and vote on the agenda item(s). The PMSA has formulated the Code to provide practical guidance to licensed PMCs and their licensed PMPs on dealing with matters concerning the attendance of the aforementioned meeting as authorized and/or appointed by owners and the related voting matters, and this Guide aims to enable licensed PMCs and their licensed PMPs to comply more effectively and professionally with the guidelines set out in the Code.

3. Interests and obligations of owners

3.1 Deed of Mutual Covenant ("DMC") of a property

3.1.1 The DMC of a property is a legal document which is binding on all owners of the property and stipulates clearly the rights, interests and obligations of owners regarding management of their flats and common parts within the property. The DMC, in general, sets out clauses concerning matters relating to owners' meetings.

3.2 Building Management Ordinance (Cap. 344)

3.2.1 At the OC meeting held in accordance with the BMO⁷, an owner may cast vote in person or by proxy using the instrument as specified in the BMO⁸ to appoint representative to attend on the owner's behalf and vote for him/her. The provisions regarding requirements on owners' meetings set out in Schedule 8 to the BMO shall, to the extent that they are consistent with the DMC, be incorporated into the respective DMC of the property⁹.

3.2.2 According to the BMO, owners shall vote on Large-scale Maintenance Procurement¹⁰ (see **Annex 1**) as per the voting-in-person threshold¹¹ (see **Annex 2**) requirement. Corporate flat owners may, by way of a notice in writing ("authorization

⁵ Refers to meetings convened in accordance with Schedule 3 to the Building Management Ordinance (Cap. 344) ("BMO").

⁶ Refers to meetings convened in accordance with the DMC of a property (which may include the provisions in Schedule 8 to the BMO that are consistent with and incorporated into the DMC).

⁷ See footnote 5.

⁸ According to section 4(1) of Schedule 3 and section 13(b) of Schedule 8 to the BMO, at a meeting of the OC and at a meeting of owners, an owner may cast a vote personally or by proxy.

⁹ See sections 34D and 34F of the BMO. The provisions in Schedule 8 to the BMO shall, to the extent that they are consistent with the DMC, be impliedly incorporated into every DMC. Any provision in Schedule 8 that is impliedly incorporated into a DMC under this section may, insofar as that provision is so incorporated, be amended, deleted, or re-incorporated into the DMC by a resolution of the owners.

¹⁰ See section 2E of the BMO and Annex 1.

¹¹ According to paragraph 4 of Schedule 6C (OC meeting) and paragraph 49 of Schedule 7 (owners' meeting) to the BMO, at least 5% of the owners or 100 owners (whichever is the lesser) must vote in person in order to pass a resolution on large-scale maintenance procurement/variation or termination of a contract. According to sections 34E(1) and (2) of the BMO, subject to subsection (4), the provisions in Schedule 7 shall be impliedly incorporated— (a) into every deed of mutual covenant made on or after the material date; and (b) as from the material date, into every deed of mutual covenant made before that date. The provisions incorporated into a deed of mutual covenant by virtue of this section shall— (a) bind the owners and manager of the building; and (b) prevail over any other provision in the deed that is inconsistent with them.

notice”), authorize a natural person to act for the corporate flat owner in a meeting of the OC according to the mechanism¹². A vote cast by the authorized natural person who attends general meeting of the OC/owners’ meeting can be counted towards the number of votes from owners voting in person under the requirement in respect of large-scale maintenance procurement¹³ resolution.

Owner appointing proxy or corporate flat owner authorizing natural person to attend OC meeting

Code: A(1) Prior to an OC meeting¹⁴ is held at a property for which property management (“PM”) services are provided by it, a licensed PMC has to:

- (a) remind owners -
 - (i) as far as possible, attend the meeting in person and cast vote;
 - (ii) if they cannot attend the meeting, they should appoint trustworthy person(s) to attend the meeting on their behalf and cast vote;
 - (iii) when appointing proxy, they should fill in the names of the proxy and alternative proxy and the meeting date immediately on the instrument appointing proxy (if there is no appointment of alternative proxy, delete the respective blank space); and must not sign a blank instrument of appointing proxy for others to use;
 - (iv) the instrument appointing proxy has to comply with the form set out in the BMO (see **Annex 3**), and has to be signed by the owner; if the owner is a body corporate, it has to, notwithstanding anything to the contrary in its constitution, be impressed with the seal or chop of the body corporate and signed by a person authorized by the body corporate in that behalf¹⁵;
 - (v) at a meeting where a proposed large-scale maintenance

¹² See paragraphs 4A(1), 4A(2) and 4B of Schedule 3 to the BMO.

¹³ See footnote 10.

¹⁴ The BMO specifies OC meetings and its procedure. For details, please refer to the requirements in Schedule 3 to the BMO.

¹⁵ Refer to paragraphs 4(2)(a) and (b) and 4A(4)(a) and (b) of Schedule 3 to the BMO.

procurement resolution is discussed, a corporate flat owner may, by way of an authorization notice) (see **Annex 4**), authorize a natural person to act for the corporate flat owner in the meeting¹⁶. A vote cast by the authorized natural person at the meeting is regarded as the owner voting in person at the meeting;

- (vi) the instrument appointing proxy and the authorization notice have to be lodged with the secretary of the management committee ¹⁷ (“MC”) at least 48 hours before the time for holding the meeting¹⁸; and
 - (vii) the instrument appointing proxy and the authorization notice are valid only if they are made and lodged in accordance with paragraphs A(1)(a)(iv) to (vi) of the Code¹⁹.
- (b) issue to owners instrument appointing proxy (see **Annex 3**) and authorization notice (see **Annex 4**) which comply with the specified form, and accompanied by a statement of purposes in respect of the collection of personal data.
 - (c) remind the secretary of the MC -
 - (i) where an instrument appointing proxy or an authorization notice is received, acknowledge receipt of the instrument appointing proxy and the authorization notice by sending a receipt to the flat of the owner who signs the instrument appointing proxy and the authorization notice, or deposit the receipt in the letter box for that flat, or (for authorization notice) sending validly a receipt in electronic format to the concerned corporate flat owner, before the time for holding the meeting²⁰; and
 - (ii) before the time for the holding of the meeting, set out on a list every flat in respect of which an instrument appointing a proxy and an authorization notice is lodged with the secretary of the MC (if any), and display the list

¹⁶ See footnote 12.

¹⁷ Refers to MC appointed according to sections 3, 3A, 4 or 40C to the BMO.

¹⁸ Refer to paragraphs 4(3) and 4A(4)(c) of Schedule 3 to the BMO.

¹⁹ Refer to paragraph 4(4) of Schedule 3 to the BMO.

²⁰ Refer to paragraphs 4(5)(a) and 4A(5)(a) of Schedule 3 to the BMO.

(if any) in a prominent place in the place of the meeting, and cause the list to remain so displayed until the conclusion of the meeting²¹.

- (d) remind the chairman of the MC or the person who presides at the meeting (if the chairman of the MC is absent) that he/she has to determine the validity of the instrument appointing proxy and the authorization notice in accordance with paragraph A(1)(a)(vii) of the Code²².
- (e) remind the MC that it has to keep all the instruments for the appointment of proxy and the authorization notices for record for a period of 12 months and 3 years respectively after the conclusion of the relevant meeting²³ (see **Annex 5** for details).

A(2) If the licensed PMC is the secretary of the MC of the property, it has to act in accordance with paragraphs A(1)(c)(i) and (ii) of the Code.

Guide:

a(1) A licensed PMC should -

- (a) notify owners the arrangements of convening the meeting and remind owners to attend the meeting in person, as far as possible, and cast vote, through appropriate channels including physical or online means (e.g. deliver letters to property owners, display notice in prominent place in the lobby of each block of the property, promotion through property intranet (if any and applicable), send message to owners' instant messaging group (if any and applicable), etc.);
- (b) attach "Explanatory Notes on Appointment of Proxy / Authorization" with the instrument appointing proxy and authorization notice (see **Annex 6**), so as to remind owners the importance of their right to vote;
- (c) consult the OC on handling meetings / handling instrument appointing proxy and authorization notice, including the opening of collection boxes for instrument appointing proxy and authorization notice, counting of instrument appointing proxy and authorization notice, meeting venue, manpower and support arrangements during the meeting;

²¹ Refer to paragraphs 4(5A) and 4A(6) of Schedule 3 to the BMO.

²² Refer to paragraph 4(5)(b) of Schedule 3 to the BMO.

²³ Refer to note of paragraphs 4 and 4A of Schedule 3 to and sections 36A(2) and 36A(3) of the BMO.

- (d) remind owners that when they submit the instrument appointing proxy and the authorization notice, they may also provide their contact details (e.g. telephone number, e-mail address, etc.) for facilitating the MC chairman, when ascertaining the validity of the instrument appointing proxy and the authorization notice, so that checking can be carried out by the MC chairman or through the assistance of the licensed PMC according to needs; and
- (e) advise owners to, so far as reasonably practicable, lodge their instrument appointing proxy and the authorization notice with the MC secretary as early as possible so as to allow sufficient time for verification to be carried out by the MC chairman or through the assistance of the licensed PMC.

Owner appointing proxy or corporate flat owner authorising natural person to attend owners' meeting

Code: B(1) Prior to an owners' meeting²⁴ for appointment of MC is held at a property for which PM services are provided by it, a licensed PMC has to:

- (a) remind owners -
 - (i) as far as possible, attend the meeting in person and cast vote;
 - (ii) if they cannot attend the meeting, they should appoint trustworthy person(s) to attend the meeting on their behalf and cast vote;
 - (iii) at a meeting where a proposed large-scale maintenance procurement resolution is discussed, a corporate flat owner may, by way of an authorization notice, authorize a natural person to act for the corporate flat owner in the meeting²⁵. A vote cast by the authorized natural person at the meeting is regarded as the owner voting in person at the meeting;

²⁴ Schedule 8 to the BMO and the DMC specify owners' meeting procedure. According to section 34F of the BMO, the provisions in Schedule 8 to the BMO shall, to the extent that they are consistent with the DMC, be impliedly incorporated into every DMC. Sections 3(10), (10A) and 4A of the BMO also specify procedure for convening owners' meeting for appointment of MC.

²⁵ Refer to paragraph 42(1) of Schedule 7 to the BMO.

- (iv) when appointing proxy, they should fill in the names of the proxy and alternative proxy (if there is no appointment of alternative proxy, delete the respective blank space) and the meeting date immediately on the instrument appointing proxy / the authorization notice; and must not sign a blank instrument of appointing proxy / authorization notice for others to use;
 - (v) the instrument appointing proxy / the authorization notice has to comply with the specified form (see **Annex 7** and **Annex 8**), and has to be signed by the owner; if the owner is a body corporate, it has to, notwithstanding anything to the contrary in its constitution, be impressed with the seal or chop of the body corporate and signed by a person authorized by the body corporate in that behalf²⁶;
 - (vi) the instrument appointing proxy and the authorization notice have to be lodged with the convenor or person in charge of the meeting at least 48 hours before the time for holding the meeting²⁷; and
 - (vii) the instrument appointing proxy and the authorization notice are valid only if they are made and lodged in accordance with paragraphs B(1)(a)(v) and (vi) of the Code²⁸.
- (b) issue to owners instrument appointing proxy (see **Annex 7**) and the authorization notice (see **Annex 8**) which comply with the specified form, and accompanied by a statement of purposes in respect of the collection of personal data.
- (c) remind the convenor or person in charge of the meeting²⁹ -
- (i) where an instrument appointing proxy or an authorization

²⁶ Refer to sections 3(10)(a)(i) and (ii), 3A(3H)(a)(i) and (ii), 4(12)(a)(i) and (ii) of the BMO, paragraphs 42(4)(a) and (b) of Schedule 7 and paragraph 14(1) of Schedule 8 to the BMO.

²⁷ Refer to sections 3(10)(b), 3A(3H)(b), 4(12)(b) of the BMO, paragraphs 42(4)(c) and 42(5) of Schedule 7 and paragraph 14(2) of Schedule 8 to the BMO.

²⁸ Refer to Sections 3(10)(c), 3A(3H)(c) and 4(12)(c) of the BMO. Make reference to paragraphs 42(4)(a)-(c) of Schedule 7 to the BMO.

²⁹ Sections 3(1), 3A(1) and 4(1) of the BMO specify the persons who may convene a meeting of the owners to appoint an MC.

notice is received, acknowledge receipt of the instrument appointing proxy or the authorization notice by sending a receipt to the flat of the owner who signs the instrument appointing proxy and the authorization notice, or deposit the receipt in the letter box for that flat, or (for authorization notice), sending validly a receipt in electronic format to the concerned corporate flat owner, before the time for holding the meeting³⁰;

- (ii) before the time for the holding of the meeting, set out on a list every flat in respect of which an instrument appointing a proxy and an authorization notice is lodged with (if any), and display the list (if any) in a prominent place in the place of the meeting, and cause the list to remain so displayed until the conclusion of the meeting³¹;
- (iii) has to determine the validity of the instrument appointing proxy and the authorization notice in accordance with paragraph B(1)(a)(vii) of the Code³²; and
- (iv) has to keep all the instruments appointing proxy and the authorization notices for record for a period of 12 months and 3 years respectively after the conclusion of the meeting³³.

B(2) If the licensed PMC is the convenor or person in charge of the concerned owners' meeting, it has to act in accordance with paragraphs B(1)(c)(i)-(iv) of the Code.

B(3) In addition to owners' meeting for appointment of MC, if a licensed PMC holds other owners' meetings at a property for which PM services are provided by it, it has to, so far as reasonably practicable, act in accordance with paragraphs B(1) and B(2) of the Code.

³⁰ Refer to sections 3(10)(e)(i), 3A(3H)(e)(i) and 4(12)(e)(i) of the BMO.

³¹ Refer to section 3(10A) of the BMO.

³² Refer to sections 3(10)(e)(ii), 3A(3H)(e)(ii) and 4(12)(e)(ii) of the BMO. Make reference to paragraphs 42(4)(a)-(c) of Schedule 7 to the BMO.

³³ Refer to section 4A of the BMO.

Guide:

b(1) A licensed PMC should³⁴ -

- (a) notify owners the arrangements of convening the meeting and remind owners to attend the meeting in person, as far as possible, and cast vote, through appropriate channels including physical or online means (e.g. deliver letters to property owners, display notice in prominent place in lobby of each block of the property, promotion through property intranet (if any and applicable), send message to owners' instant messaging group (if any and applicable), etc.);
- (b) attach "Explanatory Notes on Appointment of Proxy / Authorization" with the instrument appointing proxy and the authorization notice (see **Annex 6**), so as to remind owners the importance of their right to vote;
- (c) consult the convenor on handling meetings / handling instrument appointing proxy and authorization notice, including the opening of collection boxes for instrument appointing proxy and authorization notice, counting of instrument appointing proxy and authorization notice, meeting venue, manpower and support arrangements during the meeting;
- (d) remind owners that when they submit the instrument appointing proxy and the authorization notice, they may also provide their contact details (e.g. telephone number, e-mail address, etc.) for facilitating the convenor to check the instrument appointing proxy and the authorization notice if the validity is in doubt; and
- (e) advise owners to, so far as reasonably practicable, lodge their instrument appointing proxy and authorization notice with the convenor as early as possible so as to allow sufficient time for verification to be carried out by the convenor.

Owner appointing licensee to attend meeting

Code: C(1) If an owner intends to appoint a licensed PMC or its licensed PMP as proxy to attend OC meeting or owners' meeting and cast vote, and the aforementioned PMC provides PM services to the concerned property, before accepting appointment, the licensed PMC or its licensed PMP has to:

³⁴ See footnote 24.

- (a) remind the owner the importance of the right to vote and as far as possible, attend the meeting in person and cast vote; and
 - (b) if any agenda item of the meeting has conflict of interest (or potential conflict of interest) with the aforementioned PMC (e.g. the agenda item is about large-scale maintenance procurement and high-value procurement and the aforementioned licensed PMC is a bidder³⁵), the licensed PMC or its licensed PMP has to declare to the concerned owner the conflict of interest (including potential conflict of interest) such that the owner can reconsider as to whether the appointment should be made.
- C(2) If a licensed PMC or its licensed PMP provides to owners regarding the meeting instrument appointing proxy / authorization notice for owners to appoint proxy, the licensed PMC or its licensed PMP must not fill in any information of proxy in advance on the instrument appointing proxy / the authorization notice, nor fill in information of proxy without the owners' knowledge or consent, nor request the owners to sign the instrument appointing proxy / the authorization notice with the information of appointed proxy left blank.

Guide:

c(1) A licensed PMC or its licensed PMP should -

- (a) attach notice of meeting and points to note with the instrument appointing proxy or the authorization notice (refer to sample in **Annex 9**) so as to remind owners the matters to pay attention to when appointing proxy (including the importance of their right to vote and as far as possible, attend the meeting in person and cast vote) and the statement of purposes in respect of the collection of personal data, etc.; and
- (b) remind owners to complete and sign the instrument appointing proxy or the authorization notice; for corporate flat owners, remind them that the document has to be impressed with the corporate flat owner's seal or chop and signed by a person so authorized for the matter by the concerned body corporate.

³⁵ Regarding large-scale maintenance procurement and high-value procurement in a property, a licensed PMC as manager or a person who is accustomed or obliged to act in accordance with the directions or instructions of the licensed PMC in connection with the procurement, should refer to Division 2 of Part 1 and Division 2 of Part 2 of Schedule 6B and Division 4 of Part 2 of Schedule 7 to the BMO for the requirements and arrangements in respect of declaration.

A licensed PMC or its licensed PMP accepting appointment from owners to attend meeting

- Code:** D(1) If a licensed PMC or its licensed PMP accepts appointment from owners to attend OC meeting or owners' meeting and cast vote, the licensed PMC or its licensed PMP has to consult the concerned owners the voting instruction for the agenda item(s), and make clear that if there is no voting instruction for the agenda item(s), the licensed PMC or its licensed PMP may make voting decision on its own regarding the agenda item(s).
- D(2) A licensed PMC or its licensed PMP has to record clearly in writing the owner's voting instruction (if any) and ask him/her to sign as confirmation, and act faithfully in accordance with the instruction.
- D(3) When a licensed PMC or its licensed PMP attends a meeting on behalf of owners and casts vote, the licensed PMC or its licensed PMP has to announce at the meeting the total number of instruments appointing proxy / authorization notices appointing the licensed PMC or its licensed PMP as proxy and the concerned number of shares, and has to remind the person who presides at the meeting / convenor to record the information in the minutes of the meeting.

Guide:

- d(1) If a licensed PMC is appointed by an owner to attend a meeting, it should, so far as reasonably practicable, arrange for licensed PMP to attend the meeting as proxy for the concerned owner.
- d(2) In order to comply with the guidelines set out in paragraph D(2) of the Code, a licensed PMC or its licensed PMP should require the owner to give voting instruction in writing (refer to sample in **Annex 10**), and keep such record for a period of at least 12 months counting from the day the owner gives the voting instruction.
- d(3) In order to comply with the guidelines set out in paragraph D(3) of the Code, a licensed PMC or its licensed PMP should, so far as reasonably practicable, announce at the meeting the total number of ballots received.

Handling instrument appointing proxy, authorization notice and related information

- Code:** E(1) If a licensed PMC assists the OC or the concerned meeting convenor in collecting instrument appointing proxy and authorization notice, counting of instrument appointing proxy and authorization notice, recording and displaying the list on instrument appointing proxy and authorization notice and keeping instrument appointing proxy, etc. in relation to the concerned meeting, it has to act in accordance with the DMC of the property and relevant laws and regulations (including the BMO)³⁶.
- E(2) If a licensed PMC assists in the voting at a meeting of the OC / an owners' meeting in respect of the handling of large-scale maintenance procurement, the minutes of meeting must contain a clear record of the total number of votes cast personally and the total number of votes cast by proxy³⁷.

Guide:

e(1) A licensed PMC should:

- (a) arrange for instrument appointing proxy and authorization notice collection box to collect instrument appointing proxy and authorization notice lodged by owners and authorized representatives. If a licensed PMC and OC or meeting convenor jointly arrange the meeting, the instrument appointing proxy and the authorization notice collection box should be, so far as reasonably practicable, double-locked with the keys separately kept by the OC chairman / secretary or convenor of the owners' meeting, and the licensed PMC;
- (b) when collecting instrument appointing proxy and authorization notice, the instrument appointing proxy and the authorization notice collection box should be labelled "Instrument of Appointing Proxy and Authorization Notice Collection Box" and so far as reasonably practicable placed in a prominent place in each block of the property;

³⁶ See footnotes 5, 6, 11, 14 and 24.

³⁷ For details, please refer to paragraph 5 of Schedule 6C and paragraph 50 of Schedule 7 to the BMO.

- (c) refer to “Best Practices on Building Management” issued by the Home Affairs Department³⁸ and the “Building Management Toolkit”³⁹ issued by the Independent Commission Against Corruption, the Home Affairs Department, the Hong Kong Housing Society and relevant professional bodies in order to deal with matters set out in paragraph E(1) of the Code;
- (d) so far as reasonably practicable, verify the authenticity of each instrument appointing proxy and authorization notice, and contact the owners concerned for verification of instrument appointing proxy and authorization notice if there is any query or uncertainty arising from the instrument appointing proxy and authorization notice (e.g. there are two or more instruments appointing proxy from the same owner, the owner is a body corporate but has not impressed its seal or chop, etc.) and make record;
- (e) so far as reasonably practicable, notify and invite owners to witness the instrument appointing proxy and authorization notice verification process;
- (f) after verification of the instrument appointing proxy and authorization notice, affix the chop of the PMC to illustrate that the instrument appointing proxy and the authorization notice have been verified;
- (g) so far as reasonably practicable, display the list of the instrument appointing proxy and the authorization notice at a prominent place of the property in a clear and easily readable format with appropriate font size at least 72 hours before the meeting (if the instrument appointing proxy and the authorization notice have been lodged), and the information be updated after the close of the lodging time (i.e. at least 48 hours before the meeting) and remains to be displayed until seven days after the meeting;
- (h) display in the property the list of the instrument appointing proxy and authorization notice, including the flat of the owner concerned who has submitted instrument appointing proxy and authorization notice, the total number of instruments appointing proxy and authorization notices received, the total number of invalidated instruments appointing proxy and authorization notices and reason(s) for invalidation, etc.;
- (i) mark the reason(s) for invalidation for each invalidated instrument appointing proxy and authorization notice and allow relevant persons (e.g.

³⁸ Refer to “Best Practices on Building Management” issued by the Home Affairs Department.
(https://www.buildingmgt.gov.hk/pdf/Admin_Guidelines_2019_Eng.pdf)

³⁹ Refer to section 2.5 “Proxy” of the “Building Management Toolkit”:
(https://bm.icac.hk/Building_Maintenance_Toolkit.html?lang=en)

the owner concerned, the proxy concerned, the MC chairman, relevant Government departments) to inspect the instrument appointing proxy and the authorization notice which have been ruled to be invalid (if requested);

- (j) so far as reasonably practicable, utilise information technology (such as mobile applications, text messages, digital platforms, etc.) to handle the instrument appointing proxy, the authorization notice and the relevant list (e.g. releasing the list, records regarding the collection, handling and announcing the related results of the instrument appointing proxy and the authorization notice via digital platforms, etc.); and
- (k) refer to the “Best Practices on Building Management”⁴⁰, the “Corruption Prevention Guide for Property Management Companies”⁴¹ and the “Building Management Toolkit”⁴² to deal with matters relating to instrument appointing proxy and authorization notice.

— END —

If there is any inconsistency between the Chinese version and the English version of this Guide, the Chinese version shall prevail.

If there are any amendments to any ordinances or regulations mentioned in this Guide, licensees have to act in accordance with the revised provisions.

⁴⁰ Refers to “Best Practices on Building Management” issued by the Home Affairs Department.
(https://www.buildingmgt.gov.hk/pdf/Admin_Guidelines_2019_Eng.pdf)

⁴¹ Refers to “Corruption Prevention Guide for Property Management Companies” issued by the Independent Commission Against Corruption:
(https://bm.icac.hk/Building_Maintenance_Toolkit.html?lang=en)

⁴² Refers to the “Building Management Toolkit” issued by the Independent Commission Against Corruption, the Home Affairs Department, the Hong Kong Housing Society and relevant professional bodies:
(https://bm.icac.hk/Building_Maintenance_Toolkit.html?lang=en)

Building Management Ordinance

2E. References to large-scale maintenance procurement

- (1) For the purposes of this Ordinance, the procurement of any supplies, goods or services required in the performance of a function under the deed of mutual covenant or this Ordinance is large-scale maintenance procurement if—
 - (a) the supplies, goods or services are so required for repairing, replacing, maintaining or improving any of the common parts of the building;
 - (b) the value of the supplies, goods or services divided by the total number of flats of the building exceeds, or is likely to exceed, \$30,000; and
 - (c) the procurement is not the procurement of—
 - (i) any cleaning or security services for the building; or
 - (ii) any building management services provided by the manager of the building.
- (2) In subsection (1)(b), a reference to flats does not include any garage, carpark or carport unless every flat in the building concerned is, or is part of, a garage, carpark or carport.
- (3) The Authority may by notice published in the Gazette amend the monetary amount specified in subsection (1)(b).

Building Management Ordinance

Paragraph 4 of Schedule 6C - Voting-in-person threshold

- (1) The voting in respect of a proposed large-scale maintenance procurement resolution at a meeting of a corporation is subject to a voting-in-person threshold specified under subparagraph (2).
- (2) The voting-in-person threshold is the lesser of—
 - (a) 5% of the owners; or
 - (b) 100 owners.

Paragraph 49 of Schedule 7 - Voting-in-person threshold

- (1) The voting in respect of a proposed large-scale maintenance procurement resolution at a meeting of owners is subject to a voting-in-person threshold specified under subparagraph (2).
- (2) The voting-in-person threshold is the lesser of—
 - (a) 5% of the owners; or
 - (b) 100 owners.

Form 2

Instrument of Proxy for Meetings of Corporation

The Incorporated Owners of (description of building)
I/We, (name(s) of owner(s)), being the owner(s)
of (unit and address of building), hereby
appoint (name of proxy) *[or failing
him (name of alternative proxy)], as my/our proxy to
attend and vote on my/our behalf at the [*general meeting/annual general meeting] of
The Incorporated Owners of (description of
building), to be held on the day of *[and at any adjournment thereof].

Dated this day of

(Signature of owner(s))

*Delete where inapplicable.

Authorization notice for Corporate Flat Owner (Sample)

Authorization notice of the natural person
for general meeting of a corporation / meetings of owners*

[The Incorporated Owners of]* (description of building)

The company / We*, (name of the corporate flat owner), being the owner of

..... (unit and address of building),

hereby authorize (name of the authorized natural person) to attend and vote on behalf of the company / our behalf* at the [general meeting / annual general meeting* of the corporation]* / [meeting of owners]* of

..... (description of building) to be held on the day of in [and at any adjournment thereof]*.

The company / We* understand that, the vote of the authorized natural person at the meeting will be regarded as the vote of the company / us* in person at the meeting.

Dated this day of

Common seal of the corporate flat owner:

Signature of representative of the corporate flat owner:

*Delete where inapplicable.

Building Management Ordinance

36A. Duty to keep certain documents concerning meetings

- (1) A management committee—
 - (a) must keep any certified minutes for a management committee meeting during the period of 6 years after the date on which they are certified in accordance with Schedule 2; and
 - (b) must keep any certified minutes for a corporation general meeting during the period of 6 years after the date on which they are certified in accordance with Schedule 3.
- (2) A management committee must keep every lodged proxy instrument for a corporation general meeting during the period of 12 months after the conclusion of the meeting (regardless of whether the instrument is valid under this Ordinance).
- (3) A management committee must, for a corporation general meeting, keep—
 - (a) the original of every authorization notice given in hard copy form; and
 - (b) a copy of every authorization notice given in electronic form, during the period of 3 years after the conclusion of the meeting (regardless of whether paragraph 4A(4) of Schedule 3 has been complied with in relation to the notice).
- (4) If a management committee contravenes subsection (1), (2) or (3), every person who is accountable for the contravention commits an offence and is liable on conviction to a fine at level 4.
- (5) It is a defence for a person charged with an offence under subsection (4) to establish that the person exercised all due diligence that the person ought to have exercised in the circumstances to prevent the commission of the offence.

...

Explanatory Notes on Appointment of Proxy / Authorization

Owners' Corporation of XXX Building

(Attach to the Instrument of Proxy / Authorization Notice)

Date, time and venue of the Owners' Corporation (OC)'s meeting:

Important Notes to Owners on Appointment of Proxy

- (a) The voting right is an important right derived from your ownership of the property
- (b) Your vote may determine
 - the appointment or removal of the Management Committee (MC) members and the Manager who are the key persons in the management of the building; and / or
 - the actions on important building management matters some of which may have significant financial implications and commitment to / for the owners.
- (c) You are strongly encouraged to attend the meeting in person and vote on the resolutions.
- (d) If you cannot attend the meeting, you should only appoint the person you trust as your proxy to attend the meeting and vote on your behalf.
- (e) When appointing your proxy, you should immediately fill in the names of the proxy and the alternate proxy (*Note: If you have no alternate proxy, you should cross out the space for alternate proxy*) and the meeting date on the proxy instrument / the authorization notice, and **DO NOT give out any blank proxy instrument / authorization notice with your signature on it.**
- (f) You should as far as possible personally lodge the instrument of proxy / the authorization notice with the MC secretary at least 48 hours before the time of the meeting and if you give the instrument to your proxy, remind him / her to do the same. **Avoid giving the instrument of proxy / the authorization notice to a third party.**
- (g) Although not a statutory requirement under the Building Management Ordinance (Cap.344), you may consider instructing your proxy on the vote to be cast on each resolution to be passed at the meeting. If you have not made voting instruction, your proxy may decide on the vote to be cast on each resolution to be passed at the meeting. Your voting instructions can be given in a separate sheet as follows:

Resolutions	For	Against	Abstain	Proxy to decide
*Item 1. xxxxx (to be filled in by the MC)	☐ **	☐ **	☐ **	☐ **
*Item 2. xxxxx (to be filled in by the MC)	☐ **	☐ **	☐ **	☐ **

*You may wish to note the financial implications on the implementation of the following resolutions:

Item 1: \$ _____ (estimated financial commitment, if any, to be filled in by the MC)

Item 2: \$ _____ (estimated financial commitment, if any, to be filled in by the MC)

**You should clearly indicate your voting instructions by ticking the appropriate boxes.

- (h) You should always watch out for any appointment of proxy under your flat number but without your authorization by checking the list of proxies / authorization notices to be displayed at a prominent location of the meeting place.

Form 1

Instrument of Proxy for Meetings of Owners

Meeting of the owners of (description of building)

I/We, (name(s) of owner(s)), being the owner(s)

of (unit and address of building), hereby

appoint (name of proxy) *[or failing

him (name of alternative proxy)], as my/our proxy to

attend and vote on my/our behalf at the meeting of the owners of the building described

above, to be held on the day of *[and at any adjournment thereof].

Dated this day of

(Signature of owner(s))

*Delete where inapplicable.

Authorization notice for Corporate Flat Owner (Sample)

Authorization notice of the natural person
for general meeting of a corporation / meetings of owners*

[The Incorporated Owners of]* (description of building)

The company / We*, (name of the corporate flat owner), being the owner of (unit and address of building), hereby authorize (name of the authorized natural person) to attend and vote on behalf of the company / our behalf* at the [general meeting / annual general meeting* of the corporation]* / [meeting of owners]* of (description of building) to be held on the day of in [and at any adjournment thereof]*.

The company / We* understand that, the vote of the authorized natural person at the meeting will be regarded as the vote of the company / us* in person at the meeting.

Dated this day of

Common seal of the corporate flat owner:

Signature of representative of the corporate flat owner:

*Delete where inapplicable.

**Points to Note to Owners when Appointing Proxies / Corporate Flat Owners
when Authorizing Natural Persons (Sample)**

1. Please note the importance of your voting right and exercise such right in person as far as possible.
2. You should give careful consideration to the appointment of proxy and should only appoint a person whom you trust with a view to ensuring that the proxy would act in your best interests.

Statement of Purposes in respect of Collection of Personal Data (Sample)

(to be attached to each proxy instrument / authorization notice, for reference only)

Purpose of Collection

1. This instrument is to be used by you (the owner) to appoint proxy / authorize natural person to attend the general meeting of the owners' corporation (OC)/the annual general meeting of the OC and any adjourned meeting (if applicable). Your proxy will form the quorum and vote on your behalf at the meeting.
2. The chairman and/or secretary of the management committee (MC) of the OC (and the Deed of Mutual Covenant (DMC) manager/property management company (PMC) providing assistance) may follow up on the personal data you / the authorized natural person provide in this instrument and, if necessary, will contact you / the authorized natural person for the purpose of verifying the validity of the appointment of your proxy.
3. You, the proxy appointed, / the authorized natural person, the chairman and/or secretary of the MC (and the DMC manager/PMC providing assistance), the Authority and an authorized officer under the Building Management Ordinance (Cap. 344) may inspect the instrument (and any copy of it) for the purpose of dealing with any matters relating to the validity of the proxy instrument / authorization notice.

Consent of your Proxy / Authorized Natural Person

4. You should obtain the consent of your proxy for using his/her personal data provided in this instrument, and provide your proxy with this statement, informing him/her of the purpose for collecting his/her personal data.

Classes of Transferees

5. The OC and its MC may disclose the personal data you, the proxy appointed / the authorized natural person provided in this instrument to other owners of this building for the purpose set out in paragraph 3 above.

Access to Personal Data

6. You, the proxy appointed / the authorized natural person have the rights of access and correction to the personal data as provided for in sections 18 and 22 and Principle 6 of Schedule 1 to the Personal Data (Privacy) Ordinance (Cap. 486). The right of access includes the right to obtain a copy of the personal data provided by you, the proxy appointed / the authorized natural person in this instrument.

Enquiries

Enquiries concerning the personal data collected by means of this instrument, including requests for access to and correction of data, should be directed to the MC secretary (Telephone Number:)

I (the owner) have read and agree with the above.

Name of owner:

Signature of owner:

I (the proxy / the authorized natural person) have read and agree with the above.

Name of proxy / the authorized natural person:

Signature of proxy / the authorized natural person:

Owner's Voting Instructions

Points to Note:

1. If you appoint a licensed property management company, licensed property management practitioner or provisional property management practitioner licence holder ("licensee") as your proxy to attend the [meeting (e.g. annual general meeting of The Incorporated Owners of XX)] to be held on the [] day of [] at [meeting venue][*and at any adjournment thereof] and cast vote on your behalf, please fill in and sign this document, such that the licensee can act in accordance with your voting instruction, otherwise the licensee will make voting decision on his/her own regarding the agenda item. After filling in and signing this document, please pass this document to the licensee.
2. This document is not an instrument for appointing proxy in the format specified in Schedule 1A to the Building Management Ordinance (Cap. 344) and shall not constitute as any part of that instrument.

I _____ (name of owner) understand and agree with the above points to note, and give to _____ (name of proxy) the following voting instructions:

Agenda item (1): [Details of agenda item]

Voting instruction: For ☐ Against ☐ Abstain ☐ Proxy to decide ☐

Agenda item (2): [Details of agenda item]

Voting instruction: For ☐ Against ☐ Abstain ☐ Proxy to decide ☐

Agenda item (3): [Details of agenda item]

Voting instruction: For ☐ Against ☐ Abstain ☐ Proxy to decide ☐

Other resolution
items (if any)

Voting instruction: For ☐ Against ☐ Abstain ☐ Proxy to decide ☐

Name of owner: _____

Flat: _____

Signature: _____

Date: _____

* Delete where inapplicable.



Related Code of Conduct

Property Management Services Authority

📍 Units 806-8, 8/F, Dah Sing Financial Centre,
248 Queen's Road East, Wan Chai, Hong Kong

☎ (852) 3696 1111

🖨 (852) 3696 1100

@ enquiry@pmsa.org.hk

