



**THE STATUTES OF THE REPUBLIC OF SINGAPORE**

**SALE OF COMMERCIAL PROPERTIES  
ACT 1979**

**2020 REVISED EDITION**

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# Sale of Commercial Properties Act 1979

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An Act to regulate the sales of separate units of commercial properties in a commercial complex and for purposes connected therewith.

[20 July 1979]

### **Short title**

1. This Act is the Sale of Commercial Properties Act 1979.

### **Interpretation**

2. In this Act, unless the context otherwise requires —  
“building” includes any completed building, or any building partially completed or to be erected, and intended for any strata subdivision as shown in a development plan approved by the relevant competent authority under the Planning

Act 1998 or is comprised in one or more lots as shown in a strata title plan lodged with the Registrar of Titles;

“Building Authority” has the meaning given by the Building Control Act 1989;

“commercial property” means a horizontal stratum of any building or part thereof, whether the stratum is on one or more levels or is partially or wholly below the surface of the ground, and is intended for use in accordance with the provisions of any written law as a complete and separate unit for any purpose other than a residential purpose;

“Controller” means the Controller of Housing appointed under section 3 of the Housing Developers (Control and Licensing) Act 1965;

“land” includes land of any tenure, any building or part thereof, so much of the airspace above the surface as may be reasonably used or enjoyed by any proprietor, and so much of the subterranean space below the surface as is reasonably necessary for the use and enjoyment of the land, whether or not held apart from the surface, and any estate or interest therein;

“lot” means a stratum which is shown as a lot on a strata title plan;

“Registrar of Titles” means the Registrar of Titles appointed under the Land Titles Act 1993;

“registered land” has the meaning given by the Land Titles (Strata) Act 1967;

“strata subdivision” has the meaning given by the Land Titles (Strata) Act 1967;

“strata title plan” means a plan of registered land showing strata subdivision of any building into 2 or more lots and contains the particulars prescribed by section 10 of the Land Titles (Strata) Act 1967;

“stratum” means any part of land consisting of a space of any shape below, on or above the surface of the land, or partly

below and partly above the surface of the land, the dimensions of which are delineated.

[3/98; 11/2015]

**Prohibition on sale of any commercial property without building approval**

3.—(1) A person must not sell any commercial property unless the plans for the construction or erection of the commercial property have been approved by the Building Authority.

(2) For the purposes of this section, a person is said to sell a commercial property if —

- (a) by an agreement in writing, the person agrees to divest the person's estate or interest in the commercial property to another person for valuable consideration; or
- (b) by any deed or instrument, the person conveys, assigns, demises or otherwise disposes of the commercial property in such a manner so that it becomes capable of being registered under the Registration of Deeds Act 1988, the Land Titles Act 1993 or the Land Titles (Strata) Act 1967.

(3) A lease or an agreement for a lease for a term of years not exceeding 7 years without the option of renewal or purchase is not to be deemed a sale for the purposes of this section.

**Option to purchase**

4. An option to purchase any commercial property given by a vendor to a purchaser must be in such form as may be prescribed, except that any additional term or condition which in substance does not affect the prescribed form may be included in the form.

**Terms and conditions in agreement for sale and purchase**

5.—(1) Every agreement for the sale and purchase of a commercial property must contain such terms and conditions of sale as may be prescribed by rules made under this Act.

(2) Any term or condition of sale in an agreement of sale and purchase mentioned in subsection (1) which is inconsistent with the

terms and conditions of sale prescribed by rules made under this Act is to the extent of the inconsistency void.

### **Penalty**

6. Any person who fails to comply with any of the provisions of this Act shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$10,000 or to imprisonment for a term not exceeding one year or to both.

### **Power to give directions**

7.—(1) The Controller may give directions in writing to any person to ensure compliance with the provisions of this Act or any rules made under this Act.

(2) Any person who fails to act or omits to act in accordance with any such direction shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$10,000 and to a further fine not exceeding \$1,000 for every day during which the offence continues after conviction.

### **Controller may issue directions when developer has not sought direction of Registrar under section 16 of Land Titles Act, etc.**

8.—(1) Where a developer has sold any commercial property and has not —

- (a) sought the direction of the Registrar of Titles under section 16 of the Land Titles Act (Cap. 157, 1985 Revised Edition) or complied with the direction;
- (b) applied for the grant of subdivision permission under section 14 of the Planning Act 1998 or complied with the requirements of the competent authority necessary for the purpose of obtaining written permission for such strata subdivision;
- (c) employed any registered surveyor who has in force a practising certificate to carry out the necessary surveys and prepare the necessary plans for submission to the Chief Surveyor to enable a subsidiary strata certificate of title to be issued for the commercial property, or has failed to

cause amendments to these plans to be made as required by the Chief Surveyor;

- (d) in the case where the Registrar of Titles has directed under section 16 of the Land Titles Act (Cap. 157, 1985 Revised Edition) that the land on which the commercial property is built be brought under the provisions of the Land Titles Act (Cap. 157, 1985 Revised Edition), obtained a subsidiary strata certificate of title for the property under the provisions of the Land Titles (Strata) Act 1967;
- (e) discharged any mortgage (whether legal or equitable) or charge on the land of which the commercial property forms part so as to enable the developer to fulfill the developer's obligation as vendor to complete the sale and purchase of the commercial property; or
- (f) executed and delivered to the purchaser an assurance of the commercial property sold on or before the date fixed for completion of the sale as agreed between the developer and the purchaser,

the Controller may, in his or her discretion, issue directions in writing to the developer to take such steps or action as the Controller may specify within such time or times as the Controller may appoint.

*[3/98; 24/91]*

(2) Any person who refuses or fails to comply with any direction of the Controller given under subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$10,000 or to imprisonment for a term not exceeding one year or to both and to a further fine not exceeding \$1,000 for every day during which the offence continues after conviction.

(3) Any exercise of the powers conferred upon the Controller by subsection (1) does not prejudice the right of the purchaser to claim liquidated damages for the developer's failure to complete the sale of any commercial property on or before the date appointed for the completion of the sale of the property.

(4) For the purposes of this section —

“developer” means any person who has obtained the approval of the competent authority to develop any land pursuant to the Planning Act 1998 and includes the person’s executors and administrators, successors-in-title or assigns;

“purchaser” includes a sub-purchaser.

(5) The powers conferred upon the Controller under this section may be exercised with respect to any commercial property sold by a developer at any time before 20 July 1979.

### **Offences committed by body corporate**

9. Where a body corporate is guilty of an offence under this Act and the rules made under this Act, any person who was at the time of the commission of the offence a director, manager, secretary or other similar officer of the body corporate, or was purporting to act in any such capacity, shall be guilty of the offence and shall be liable to be proceeded against and punished accordingly, unless the person proves that the offence was committed without his or her consent or connivance and that he or she exercised all such diligence to prevent the commission of the offence as he or she ought to have exercised, having regard to the nature of his or her functions in that capacity and to all the circumstances.

### **Rules**

10.—(1) The Minister may make rules for or in respect of every purpose which the Minister considers necessary for carrying out the provisions of this Act and for the prescribing of any matter which is authorised or required under this Act to be prescribed.

(2) Without limiting subsection (1), the Minister may by such rules —

(a) regulate the advertisements for the sale of commercial properties;

(b) prescribe the form of the option for the purchase of any commercial property;

- (c) provide for the payments by the purchaser before and during the construction of the commercial property, including —
  - (i) the maximum amount of the deposit that may be accepted from a purchaser before an agreement for the sale and purchase of the property is signed and on the signing of such an agreement, and the conditions that must be satisfied before a vendor of the property may sign such an agreement with a purchaser;
  - (ii) the stage of construction at which each instalment becomes payable and the percentage in relation to the total cost of the property that is payable in respect of the instalment;
  - (iii) the requirements to be fulfilled before a vendor can require a purchaser to pay an instalment which is due; and
  - (iv) the percentage of the total purchase price, which the purchaser is not required to pay before the certificate of statutory completion is issued by the Building Authority;
- (ca) require the disclosure, in any sale and purchase agreement, of any limited common property comprised in the commercial property to be sold;
- (d) regulate the form or forms of an agreement for the sale and purchase of any commercial property; and
- (e) prescribe the conditions which, if used in any agreement for the sale and purchase of any commercial property, are void.

[47/2004; 35/2017]

(3) Rules made under this section —

- (a) may prescribe that any act or omission in contravention of the provisions of any rules shall be an offence; and

(b) may provide for the imposition of penalties, which shall not exceed imprisonment for a term of 6 months or a fine of \$10,000 or both.

(4) All rules made under this section must be published in the *Gazette* and must be presented to Parliament as soon as possible after publication.

### **Exemptions**

**11.**—(1) This Act does not apply to the sale of any commercial property —

(a) in a building containing, or a building which when erected will contain, not more than 4 separate units; or

(b) where the certificate of statutory completion has been issued by the Building Authority and the subsidiary strata certificate of title, if applicable, has been issued by the Registrar of Titles in respect of the commercial property.

(2) The Minister may, by notification in the *Gazette*, exempt any person or commercial property from any of the provisions of this Act or any rules made under this Act, either absolutely or subject to any conditions that the Minister thinks fit.

### **Jurisdiction of District and Magistrate's Courts to try offence**

**12.** Despite any written law to the contrary, a District or Magistrate's Court has jurisdiction to try any offence under this Act or the rules made under this Act and to impose the full punishment for such offence.

LEGISLATIVE HISTORY  
SALE OF COMMERCIAL PROPERTIES  
ACT 1979

This Legislative History is a service provided by the Law Revision Commission on a best-efforts basis. It is not part of the Act.

**1. Act 14 of 1979 — Sale of Commercial Properties Act, 1979**

|                      |   |               |
|----------------------|---|---------------|
| Bill                 | : | 16/1979       |
| First Reading        | : | 14 March 1979 |
| Second Reading       | : | 30 March 1979 |
| Notice of Amendments | : | 30 March 1979 |
| Third Reading        | : | 30 March 1979 |
| Commencement         | : | 20 July 1979  |

**2. Act 38 of 1980 — Sale of Commercial Properties (Amendment) Act, 1980**

|                           |   |                  |
|---------------------------|---|------------------|
| Bill                      | : | 27/1980          |
| First Reading             | : | 31 October 1980  |
| Second and Third Readings | : | 28 November 1980 |
| Commencement              | : | 4 December 1980  |

**3. 1985 Revised Edition — Sale of Commercial Properties Act  
(Chapter 281)**

|           |   |               |
|-----------|---|---------------|
| Operation | : | 30 March 1987 |
|-----------|---|---------------|

**4. Act 24 of 1991 — Land Surveyors Act 1991**

(Amendments made by section 52(1) read with item (3) of the Schedule to the above Act)

|                         |   |   |
|-------------------------|---|---|
| Bill                    | : | 11/1991   |
| First Reading           | : | 27 February 1991  |
| Second Reading          | : | 22 March 1991   |
| Select Committee Report | : | Parl. 3 of 1991   |
| Third Reading           | : | 28 June 1991  |
| Commencement            | : | 30 August 1991 (section 52(1) read with item (3) of the Schedule) |

**5. Act 3 of 1998 — Planning Act 1998**

(Amendments made by section 65 read with item (10) of the Second Schedule to the above Act)

|                      |   |  |
|----------------------|---|--|
| Bill                 | : | 18/1997  |
| First Reading        | : | 19 November 1997   |
| Second Reading       | : | 14 January 1998  |
| Notice of Amendments | : | 14 January 1998  |
| Third Reading        | : | 14 January 1998  |
| Commencement         | : | 1 April 1998 (section 65 read with item (10) of the Second Schedule) |

**6. Act 47 of 2004 — Building Maintenance and Strata Management Act 2004**

(Amendments made by section 140 read with item (12) of the Fifth Schedule to the above Act)

|                         |   |   |
|-------------------------|---|---|
| Bill                    | : | 6/2004  |
| First Reading           | : | 6 February 2004   |
| Second Reading          | : | 19 April 2004   |
| Select Committee Report | : | Parl. 5 of 2004   |
| Third Reading           | : | 19 October 2004   |
| Commencement            | : | 1 April 2005 (section 140 read with item (12)(b) of the Fifth Schedule) |

**7. Act 11 of 2015 — State Lands (Amendment) Act 2015**

(Amendments made by section 11 of the above Act)

|                           |   |                         |
|---------------------------|---|-------------------------|
| Bill                      | : | 6/2015                  |
| First Reading             | : | 12 February 2015        |
| Second and Third Readings | : | 13 March 2015           |
| Commencement              | : | 8 May 2015 (section 11) |

**8. Act 35 of 2017 — Building Maintenance and Strata Management (Amendment) Act 2017**

(Amendments made by section 63(2) of the above Act)

|                           |   |                   |
|---------------------------|---|-------------------|
| Bill                      | : | 29/2017           |
| First Reading             | : | 1 August 2017     |
| Second and Third Readings | : | 11 September 2017 |

Commencement : 1 February 2019 (section 63(2))

### Abbreviations

|                   |   |
|-------------------|---|
| C.P.              | Council Paper   |
| G.N. No. S (N.S.) | Government Notification Number Singapore (New Series)         |
| G.N. No.          | Government Notification Number                                |
| G.N. No. S        | Government Notification Number Singapore                      |
| G.N. Sp. No. S    | Government Notification Special Number Singapore              |
| L.A.              | Legislative Assembly  |
| L.N.              | Legal Notification (Federal/Malaysian Subsidiary Legislation) |
| M. Act            | Malayan Act/Malaysia Act                                      |
| M. Ordinance      | Malayan Ordinance   |
| Parl.             | Parliament  |
| S.S.G.G. (E) No.  | Straits Settlements Government Gazette (Extraordinary) Number |
| S.S.G.G. No.      | Straits Settlements Government Gazette Number                 |