

EN BANC

[G.R. No. 133197, January 27, 1999]

**PRESIDENTIAL COMMISSION ON GOOD GOVERNMENT,
PETITIONER, VS. EDUARDO COJUANGCO, JR., AGR'L.
CONSULTANCY SERV., INC., ARCHIPELAGO REALTY CORP.,
BALETE RANCH, INC., BLACK STALLION RANCH, INC.,
CHRISTENSEN PLANTATION COMPANY, DISCOVERY REALTY
CORP., DREAM PASTURES, INC., ECHO RANCH, INC., FAR EAST
RANCH, INC., FIRST UNITED TRANSPORT, INC., HABAGAT
REALTY DEVELOPMENT, INC., KALAWAKAN RESORTS, INC.,
KAUNLARAN AGRICULTURAL CORP., LABAYUG AIR TERMINALS,
INC., LANDAIR INT'L. MARKETING CORP., LHL CATTLE
CORPORATION, LUCENA OIL FACTORY, INC., MEADOW LARK
PLANTATIONS, INC., METROPLEX COMMODITIES, INC., MISTY
MOUNTAIN AGRI'L. CORP., NORTHEAST CONTRACT TRADERS,
INC., NORTHERN CARRIERS CORPORATION, OCEANSIDE
MARITIME ENT., INC., ORO VERDE SERVICES, INC., PASTORAL
FARMS, INC., PCY OIL MANUFACTURING CORP., PHILIPPINE
TECHNOLOGIES, INC., PRIMAVERA FARMS, INC., PUNONG-
BAYAN HOUSING DEV'T CORP., PURA ELECTRIC COMPANY, INC.,
RADIO AUDIENCE DEVELOPERS INTEGRATED ORGANIZATION,
INC., RADYO PILIPINO CORPORATION, RANCHO GRANDE, INC.,
REDDEE DEVELOPERS, INC., SAN ESTEBAN DEVELOPMENT, INC.,
SILVER LEAF PLANTATIONS, INC., SOUTHERN SERVICE
TRADERS, INC., SOUTHERN STAR CATTLE CORP., SPADE ONE
RESORTS CORP., UNEXPLORED LAND DEVELOPERS, INC.,
VERDANT PLANTATIONS, INC., VESTA AGRICULTURAL CORP.,
WINGS RESORTS CORPORATION. SAN MIGUEL CORPORATION
AND SANDIGANBAYAN, RESPONDENTS.**

RESOLUTION

AUSTRIA-MARTINEZ, J.:

Private respondents (herein respondent Stockholders) other than San Miguel Corporation (SMC) are registered Stockholders of the latter corporation. A stockholders meeting was scheduled on April 21, 1998 at 2 p.m. During the pendency of the sequestration suit involving the sequestered shares of SMC, respondent stockholders filed a motion before the *Sandiganbayan* (SB) to enjoin petitioner Presidential Commission on Good Government (PCGG) from voting the PCGG-sequestered shares of stock and instead allow the movants a quo to vote those shares. Subject to the posting of a bond, the SB granted the motion in a resolution dated April 20, 1998, the dispositive portion of which reads:

"IN VIEW OF THE FOREGOING, there being no legal basis for preventing the defendants/movants from voting their sequestered shares of stock in the San Miguel Corporation, the plaintiff Presidential Commission on

Good Government, its assignees, agents representatives or servants are enjoined from voting the shares of stock of herein defendants/movants at the scheduled stockholders meeting of said corporation scheduled for April 21, 1998 at 2:00 p.m. or at any other time to which said stockholders meeting may be continued or reset. The Chairman of the meeting and the secretary thereof will acknowledge the right of the following stockholders to vote the shares of stock registered in their names:

(names of respondent stockholders deleted)

"The movants shall post a bond of TWO HUNDRED AND FIFTY THOUSAND PESOS (P250,000.00) to answer for any undue damage that the plaintiff or the San Miguel Corporation shall suffer by reason of the sequestered shares of stock having been voted by or for said movants.

"SO ORDERED."^[1]

Due to the urgency of the matter and for lack of material time, petitioner without filing a motion for reconsideration, assailed the said resolution before this Court thru a petitioner for *certiorari* and *mandamus* with application for issuance of a temporary restraining order (TRO). The petition was filed on April 20, 1998 before the Supreme Court Office in Baguio City during its summer session.^[2] Petitioner attached thereto a fax copy of the said SB resolution, although a certified copy was submitted later. The next day, the Court required respondents to file their Comment but declined to issue the TRO prayed for.^[3] With the denial of the TRO, respondent stockholders were able to elect in said stockholders meeting three (3) nominees to the SMC Board of Directors (BOD).^[4]

Before proceeding to the main issue, the court notes that an uncertified fax^[5] copy of the assailed resolution appended to the petition cannot be considered as compliance with the requirement of Rule 65 of the Rules of Court that a certified true copy must be attached and is sufficient reason to warrant the outright dismissal of the petition. However, due to the extraordinary situation of the case, particularly the date of the promulgation of the SB resolution, the date of the stockholders meeting, the summer session of the Supreme Court in Baguio City, and the subsequent submission by petitioner of a certified copy of the assailed SB resolution suffice to relax that particular rule of procedure.

The only query in this petition may be simplified as follows: In the SMC stockholders meeting of April 20, 1998 who between petitioner and respondent stockholders should vote the sequestered shares of stock.

Since 1986, petitioner had been voting the sequestered SMC shares and continued to exercise such right until 1997, except for some period in the year 1991. During the latter year, the Court in the case of *Cojuangco, Jr. vs. Roxas*,^[6] on which both respondent stockholders and SB anchor their position in this case, ruled that the PCGG had no right to vote the said shares. As said by the Court: