

## **PROCEDURES AND CHECKLIST FOR INCORPORATION SINGAPORE COMPANY**

### **Part 1 - Proposed Name of Company**

Written approval must be obtained from the Accounting and Corporate Regulatory Authority (“ACRA”) for the proposed name of the company. Please provide at least two alternative names.

Name of proposed company (in order of preference)

- (a) \_\_\_\_\_  
(b) \_\_\_\_\_  
(c) \_\_\_\_\_

The proposed company will be limited by \*shares / guarantee.

### **Part 2 - Principal Activities of Proposed Company & How Operations will be funded**

**(i) Principal Activities:**

- (a) \_\_\_\_\_  
\_\_\_\_\_  
(b) \_\_\_\_\_  
\_\_\_\_\_

Certain intended business activities such as finance, banking and insurance, travel agency require the approval of and licensing by the relevant authorities before the company may be incorporated.

**(ii) Sources of Funds:**

\_\_\_\_\_

### **Part 3 - Directors**

It is a requirement for a company incorporated in Singapore to have at least ONE director who must be a Singapore citizen or a foreigner resident in Singapore (i.e. a foreigner who has either been granted permanent residence or has a valid employment pass in Singapore).

Where a nominee director is required to act as resident director after incorporation, Pioneer Corporate Services Pte Ltd ("PCS ") will be able to refer a firm to provide the service provided the following conditions are met:-

- (i) An indemnity is required from the beneficial owners of the proposed company;
- (ii) A deposit of S\$10,000 (refundable upon termination of nominee service) is required;
- (iii) The Company appoints at least one other director; and
- (iv) Payment of first year annual fee of S\$3,210 for provision of resident nominee director.

Documents required for Appointment of First Directors

- (a) Please complete one form of Director’s Particulars and Consent to Act as Director (Form 45) (copies attached herewith) for EACH of the Directors to be appointed.

### Part 3 Cont'd - Directors

(b) Please provide the following documents:

- (i) Certified true copy\* each of Passport/Identity Card of each director. The proposed director must sign on copy of his/hers passport/Identity Card
- (ii) Certified true copy\* of the latest utility bill / bank statement as proof of residential address.

\*Copy may be certified by Notary Public/Advocate & Solicitor/Chartered Accountant/Member of the Institute of Chartered Secretaries And Administrators/Banker

### Part 4 – Subscribers (Shareholders)

At least ONE person is required to subscribe (initial shareholder) his/her name to the Constitution of the proposed company. The Constitution is equivalent to a US Company's By-Laws, Charters, Statutes or Articles of Association.

#### Shareholder(s)

There may be one or more shareholders.

- (1) **Name of Shareholder** : \_\_\_\_\_
- (a) NRIC No/Passport No/  
Registration No : \_\_\_\_\_
- (b) Residential/Registered  
Office Address : \_\_\_\_\_  
\_\_\_\_\_
- (c) Nationality/ Place of  
Incorporation : \_\_\_\_\_
- Email address and : \_\_\_\_\_
- (d) Contact No. : \_\_\_\_\_  
*(Mandatory to provide)*
- (e) Percentage of Shareholding : \_\_\_\_\_
  
- (2) **Name of Beneficial  
Owner** : \_\_\_\_\_
- (a) NRIC No/Passport No/  
Registration No : \_\_\_\_\_
- (b) Residential/Registered  
Office Address : \_\_\_\_\_  
\_\_\_\_\_
- (c) Nationality/ Place of  
Incorporation : \_\_\_\_\_
- (e) Email address and : \_\_\_\_\_  
Contact No. : \_\_\_\_\_  
*(Mandatory to provide at least one)*
- (f) Percentage of Shareholding : \_\_\_\_\_

Please also provide a certified true copy of NRIC/passport/Certificate of Incorporation, Constitution/Memorandum and Articles of Association/By-Law and financial statements (if the shareholder is a Corporation) and latest utility bill/ bank statement as proof of residential/registered office or business address.

**Part 5 - Capital Structure**

Is there to be only one class of shares i.e. ordinary shares : \*Yes / No

If no, please state other classes of shares and the particulars of rights and restrictions of each class of shares :

(a) Paid-up capital upon incorporation :  
(Minimum is 1 share)

(b) Currency of share capital :

Name of related/associated company, if any :

**Part 6 - Registered Office**

Please confirm if the registered office of the Company is to be situated at our address : \*Yes / No

If no, please let us have the address of the registered office :

**Part 7 - Additional Information**

(i) Are there any special provisions desired to be included in the proposed company's Constitution : \*Yes / No

(If yes, please attach separate sheet)

(ii) Is the proposed company taking over any business in Singapore : \*Yes / No

If yes, please give particulars

(a) Name of Business :

(b) Registration No :

(iii) Is the proposed name of the company a trade mark or patent name of any product or the name of any existing company elsewhere : \*Yes / No

**Part 7 Cond't - Additional Information**

If yes, please produce written consent of owner of trade mark or patent name of the company concerned for use of the proposed name.

Please note that you may be directed to change your company's name if it is the trade mark or patent name of any product or the name of an existing company elsewhere and you do not have the owner's or the company's consent for its use.

(iv) Is the proposed company a Singapore resident company? : \*Yes / No

(v) Financial Year End : \_\_\_\_\_

(vi) If ultimate holding company is listed, the Exchange & Symbol : \_\_\_\_\_

**Part 8 - The main contact person and address where correspondence is to be sent**

(a) Name & Designation : \_\_\_\_\_

(b) Address : \_\_\_\_\_

(c) Telephone : \_\_\_\_\_

(d) Facsimile no. : \_\_\_\_\_

(e) Email address : \_\_\_\_\_

NAME OF COMPANY: \_\_\_\_\_

**DIRECTOR'S PARTICULARS**

NOTE: Please complete **ALL** the items 1 to 12. The information is required for submission to the Accounting and Corporate Regulatory Authority of Singapore.

1.	Date of appointment	
2.	Full Name (Please underline surname)	
3.	Former Full Name (if any)	
4.	Date of Birth	
5.	Country of Birth	
6.	NRIC Number or Passport Number (copy enclosed)	
7.	FIN No. (If you are an Employment Pass Holder)	
8.	Usual Residential Address	
9.	Present Nationality/Citizenship	
10.	Business Occupation (e.g. Company Director, Banker, Businessman, etc.)	
11.	Singapore Contact Number	
12.	Email Address	

Pursuant to Section 165 of the Companies Act, Cap. 50, I will inform the Company of any changes in the above particulars to enable filing compliance within 14 days of the change.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 173(2)(a)

CONSENT TO ACT AS DIRECTOR  
AND STATEMENT OF NON  
DISQUALIFICATION TO ACT  
AS DIRECTOR

FORM

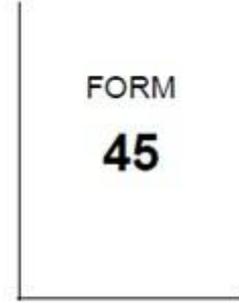
**45**

**Name of Company:**

**Company No:**

I, the undermentioned person, declare that:

- (a) I consent to act as a director of the abovementioned company with effect from \_\_\_\_\_ (date).
- (b) I shall be personally responsible for the discharge of all obligations attached to the company under the Companies Act.
- (c) I am not disqualified from acting as a director, in that:
  - (i) I am at least 18 years of age, of full capacity and not an undischarged bankrupt in Singapore or any foreign jurisdiction;
  - (ii) There is no disqualification order made by the High Court of Singapore against me currently in force;
  - (iii) Within a period of 5 years preceding the date of this statement, I have ---
    - (A) not been convicted, in Singapore or elsewhere, of any offence involving fraud or dishonesty punishable with imprisonment for 3 months or more;\*\*
    - (B) not been convicted of 3 or more offences under the Companies Act relating to the requirements of:
      - a. filing any returns, accounts or other documents with the Registrar of Companies, or
      - b. giving notice of any matter to the Registrar of Companies; and
    - (C) not had 3 or more orders of the High Court of Singapore made against me in relation to such requirements in (B).



**Name of Company:**

**Company No:**

(iv) I am not disqualified under the Limited Liability Partnerships Act from being a manager of a limited liability partnership.

(d) \* I have read and understood the above statements / the above statements were interpreted to me in

\_\_\_\_\_ (state language/dialect)

by \_\_\_\_\_ (state name)

NRIC NO: \_\_\_\_\_

before I executed this form and I confirm that the statements are true. I am also aware that I can be prosecuted in Court if I willingly give any information on this form which is false.

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\*NRIC/Passport No: \_\_\_\_\_ Nationality: \_\_\_\_\_

Signature: \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_

Witness by:

Signature: \_\_\_\_\_

Name of Notary Public/Advocate & Solicitor/ Chartered Accountant / Member of the Institute of Chartered Secretaries And Administrators/ Banker

NAME OF COMPANY: \_\_\_\_\_

### SHAREHOLDER'S PARTICULARS

NOTE: Please complete **ALL** the items for individual / corporate shareholder respectively. The information is required for submission to the Accounting and Corporate Regulatory Authority of Singapore.

1.	Full Name of Shareholder	
2.	Company Registration Number (for corporate shareholder)	
3.	Date of Registration (a copy of certificate of registration enclosed)	
4.	Country of Registration	
5.	NRIC Number or Passport Number [for individual only] (copy enclosed)	
6.	FIN No. (If you are an Employment Pass Holder)[for individual only]	
7.	Date of Birth	
8.	Registered office address (for corporation) or Residential Address (for individual)	
9.	Nationality/Citizenship [for individual]	
10.	Business Occupation (eg. Company Director, Banker, Businessman, etc.)	
11.	Number of Shares and Percentage of Shareholding (%)	
12.	Contact Number <b>(Mandatory to provide)</b>	
13.	Email Address <b>(Mandatory to provide)</b>	

We / I will inform the Company of any changes in the above particulars to enable filing compliance within 14 days of the change.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

**NAME OF COMPANY:** \_\_\_\_\_

**BENEFICIAL OWNER'S PARTICULARS**

1.	Full Name of Beneficial Owner	
2.	Country of Birth	
3.	NRIC Number or Passport Number (copy enclosed)	
4.	FIN No. (If you are an Employment Pass Holder)	
5.	Residential Address	
6.	Nationality/Citizenship	
7.	Business Occupation (eg. Company Director, Banker, Businessman, etc.)	
8.	Number of Shares and Percentage of Shareholding (%)	
9.	Entity / entities through which shares are held	
10.	Contact Number	
11.	Email Address	

I will inform the Company of any changes in the above particulars.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_