

PROCEDURES AND CHECKLIST FOR INCORPORATION OF SINGAPORE COMPANY

Part 1 – Proposed Name of Company

Written approval must be obtained from the Accounting and Corporate Regulatory Authority of Singapore (“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) Source of Funds:

Part 3 – Director(s)

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).

Documents required for appointment of first directors:

(a) Consent to Act as Director (Form 45) and Director’s Particulars and Due Diligence Information Form to be executed by EACH director

(b) Certified true copy* of the passport / identity card of each director

(c) Certified true copy* of the latest utility bill / bank statement as proof of residential address of each director

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

(1) **Name of Director** : _____

(a) NRIC / FIN / Passport No : _____

(b) Residential Address : _____

(c) Nationality : _____

(d) Email Address and Mobile No : _____
(Mandatory to provide)

Part 3 – Director(s) (Cont'd)

- (2) **Name of Director** :
- (a) NRIC / FIN / Passport No :
- (b) Residential Address :
- (c) Nationality :
- (d) Email Address and Mobile No :
(Mandatory to provide)

Part 4 – Subscriber(s) (Shareholder)

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.

- (1) **Name of Shareholder** :
- (a) NRIC / Passport / Registration No :
- (b) Residential / Registered Office Address :
- (c) Business Address :
- (d) Nationality / Place of Incorporation :
- (e) Email Address and Mobile No :
(Mandatory to provide)
- (f) Percentage of Shareholding :
- (2) **Name of Shareholder** :
- (a) NRIC / Passport / Registration No :
- (b) Residential / Registered Office Address :
- (c) Business Address :
- (d) Nationality / Place of Incorporation :
- (e) Email Address and Mobile No :
(Mandatory to provide)
- (f) Percentage of Shareholding :

A Shareholder's Particulars and Due Diligence Information Form is required to be completed and signed by EACH shareholder. Certified true copies of the NRIC / passport / Certificate of Incorporation, Constitution / Memorandum and Articles of Association / By-Law and latest utility bill / bank statement as proof of residential / registered office or business address of the shareholder(s) are required to be provided.

Part 5 – Beneficial Owner(s)

| | | |
|--|---|-------|
| (1) Name of Beneficial Owner | : | _____ |
| (a) NRIC / Passport No | : | _____ |
| (b) Residential Address | : | _____ |
| | | _____ |
| (c) Nationality | : | _____ |
| (d) Email Address and Mobile No <i>(Mandatory to provide)</i> | : | _____ |
| (e) Percentage of Ownership <i>(Direct / Indirect)</i> | : | _____ |
| | | |
| (2) Name of Beneficial Owner | : | _____ |
| (a) NRIC / Passport No | : | _____ |
| (b) Residential Address | : | _____ |
| | | _____ |
| (c) Nationality | : | _____ |
| (d) Email Address and Mobile No <i>(Mandatory to provide)</i> | : | _____ |
| (e) Percentage of Ownership <i>(Direct / Indirect)</i> | : | _____ |

A Beneficial Owner’s Particulars and Due Diligence Information Form is required to be completed and signed by EACH beneficial owner. Certified true copies of the NRIC / passport and latest utility bill / bank statement as proof of residential address of the beneficial owner(s) are required to be provided.

Part 6 – 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 <i>(Minimum is 1 share)</i> | : | _____ |
| (b) Currency of share capital | : | _____ |
| Name of related / associated company, if any | : | _____ |

Part 7 – Registered Office (“RO”)

| | | |
|--|---|------------------|
| Please confirm if the RO of the company is to be situated at our address | : | *Yes / No |
| If no, please let us have the address of the RO | : | _____ |
| | | _____ |

Part 8 - Financial Year End (“FYE”)

- (1) First FYE of the proposed company : _____
- (2) Financial year period for subsequent years : **12 months**
 52 weeks

Note:

- (a) A company must notify ACRA of its FYE upon incorporation and of any subsequent change.
- (b) Unless otherwise approved by ACRA, the duration of the financial year of a company **must not be more than 18 months** in the year of incorporation.
- (c) For the subsequent change of FYE, a company must apply to ACRA for approval to change its FYE if:
- the change in FYE results in the company having a financial year that is longer than 18 months; or
 - the FYE was changed within the last five years.

Part 9 – 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**

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) If ultimate holding company is listed, the Exchange & Symbol : _____

Part 10 – The main contact person and address where correspondence is to be sent

| | | |
|------------------------|---|-------------------------|
| (a) Name & Designation | : | _____ |
| (b) Address | : | _____ _____ _____ |
| (c) Telephone | : | _____ |
| (d) Email Address | : | _____ |

Confirmed by:

Signature

Name:

Date: