

Types of Business Structures in Singapore

SOLE PROPRIETORSHIP		PARTNERSHIP	LIMITED PARTNERSHIP (LP)	LIMITED LIABILITY PARTNERSHIP (LLP)	LOCAL COMPANY
Definition and Criteria					
Definition & No. of Owners	A sole proprietorship is a business owned by one person. The sole proprietor has the absolute say in the running of the business.	A partnership is a business firm formed by a minimum of 2 partners. The maximum number of partners allowed is 20.	A partnership consisting of 2 or more partners where at least 1 partner is a General Partner (GP) and 1 is a Limited Partner (LP). No limit on numbers of partners.	A limited liability company in Singapore is a partnership where the partners' liabilities are generally limited. No limit on numbers of partners.	A business entity registered under the Companies Act, Chapter 50. Exempt Private Company – 20 members or less and no corporation holds beneficial interest in the company's shares Private Company – 50 members or less Public Company – can have more than 50 members
Who can set up	Singapore Citizen / Singapore Permanent Resident / Employment Pass / Dependant Pass Holder / Foreigner. A foreigner must appoint a local manager.	At least 2 Singapore Citizens / Singapore Permanent Residents / Employment Pass / Dependant Pass Holders / Foreigners. A foreigner must appoint a local manager.	Any foreign and/or local individual and/or company. Must appoint a local manager if all General Partners reside outside Singapore.	Any foreign and/or local individual and/or company. Must appoint a local manager.	Any foreign and/or local individual and/or company. Must have a local director. If a foreigner wishes to act as a local director of the company, he can apply for an EntrePass.
Suitable for	Low risk business to be run by an individual. Second most popular option.	Low risk business to be run by no more than 20 partners.	Popular with professional firms such as accountants and lawyers where one partner is ready to bear unlimited risk.	Hybrid structure that combines the features of partnerships and companies. Popular with professional firms such as accountants and lawyers.	Most advanced and flexible business entity. Most popular option due to eligibility for tax exemptions and ease of raising capital.
Assets and Liabilities					
Legal Status	Not a separate legal entity	Not a separate legal entity	Not a separate legal entity	Separate Legal Entity	Separate Legal Entity
Owning Property	Owner can own property	Cannot own property in firm's name	Cannot own property in firm's name	Can own property in LLP's name	Can own property in company's name
Personal Liability	Owner has unlimited liability	Partners have unlimited liability	General partner has unlimited liability Limited partners have limited liability	Partners personally liable for debts and losses resulting from their own actions Partners not personally liable for debts and losses of LLP incurred by other partners	Members have limited liability

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Financing, Support and Taxation					
Financing	Raising capital through bank loans or investors is difficult as it is dependent on the credibility of the owner.	Raising capital through bank loans or investors is difficult as it is dependent on the credibility of the partners.	Raising capital through bank loans or investors is difficult as it is dependent on the credibility of the partners.	Raising capital through bank loans or investors is difficult as it is dependent on the credibility of the partners.	Easier to secure fundings and loans from investors and banks.
Business and Start-up Grants Eligibility	Limited options for business grants and not eligible for Startup SG grants.	Limited options for business grants and not eligible for Startup SG grants.	Limited options for business grants and not eligible for Startup SG grants.	Limited options for business grants and not eligible for Startup SG grants.	Fulfils part of the eligibility criteria for Startup SG and business grants.
Tax	Taxed at personal income tax rate	Each partner will be taxed at personal income tax rate	Each partner will be taxed at personal income tax rate, except for corporate partners who will be taxed at corporate tax rates	Each partner will be taxed at personal income tax rate, except for corporate partners who will be taxed at corporate tax rates	Taxed at corporate tax rate
Tax Exemptions Available	Personal Tax Relief if applicable	Personal Tax Relief if applicable	Personal Tax Relief if applicable. Corporate Tax Relief if the Corporate Partner is eligible	Personal Tax Relief if applicable. Corporate Tax Relief if the Corporate Partner is eligible.	New companies that meet the qualifying conditions can enjoy Tax Exemption for the 1st 3 years. (75% exemption on the first \$100,000 of normal chargeable income and a further 50% exemption on the next \$100,000) Companies that do not qualify for the above tax exemption scheme can enjoy Partial Tax Exemption instead. (75% exemption on the first \$100,000 of normal chargeable income and a further 50% exemption on the next \$190,000)

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Setting Up and Closing					
Formalities	Quick & Easy to Set Up Easy to Administer Minimal Registration Cost Registration to be renewed annually	Quick & Easy to Set Up Easy to Administer Minimal Registration Cost Registration to be renewed annually	Quick & Easy to Set Up Easy to Administer Minimal Registration Cost Registration to be renewed annually	Quick & Easy to Set Up Easier to Administer compared to a Company One time registration Annual declaration of solvency must be lodged by one of the managers	More costly to set up More formalities to administer Must appoint a company secretary within 6 months of incorporation Must appoint an auditor within 3 months of incorporation unless exempt) Proper business records (e.g. accounting, minutes of general meeting, etc) need to be maintained Annual Returns must be filed
Set up Fee	\$115 (\$15 name application fee and \$100 registration fee) for 1-year registration \$175 (\$15 name application fee and \$160 registration fee) for 3-year registration	\$115 (\$15 name application fee and \$100 registration fee) for 1-year registration \$175 (\$15 name application fee and \$160 registration fee) for 3-year registration	\$115 (\$15 name application fee and \$100 registration fee) for 1-year registration \$175 (\$15 name application fee and \$160 registration fee) for 3-year registration	\$115 (\$15 name application fee and \$100 registration fee)	\$315 (\$15 name application fee and \$300 incorporation fee)
Continuity in Law	Exists as long as the owner is alive and wishes to carry on the business The Sole Proprietorship is not transferable	Exists subject to partnership agreement The Partnership is not transferable	Exists subject to partnership agreement The LP is not transferable	Perpetual succession unless wound up or struck off Difficult to transfer ownership of LLP	Perpetual succession unless wound up or struck off Ownership can be transferred easily through sale or purchase of company shares
Closing the Business	By Owner – Termination or Cessation of business upon the owner's demise By Registrar – if the registration has expired and has not been renewed	By Owner – Termination or Cessation of business By Registrar – if the registration has expired and has not been renewed	By general partner – cessation of LP By Registrar – if the registration has expired and has not been renewed	Winding Up – Voluntarily by members or creditors, Compulsorily by the High Court Striking Off	Winding Up – Voluntarily by members or creditors, Compulsorily by the High Court Striking Off