



LAW 101
for Tax Professionals

Company Law

26 Sep 2024 | 2.00pm to 5.00pm | Revenue House

Understanding the complexities of corporate governance, statutory compliance, and the requirements within the Companies Act enable tax practitioners to provide comprehensive advice to stakeholders while aligning tax planning with legal regulations.

Join us in this seminar helmed by speakers from Drew & Napier LLC, Mr Yang Shi Yong (Director, Tax & Private Client Services) and Mr Ng Pei Tong (Director, Corporate & Finance), who will cover the following:

Time	Description
2.00pm	Introduction
2.15pm	Requirements under the Companies Act for common corporate actions <ul style="list-style-type: none">• share issuances (including ESOP/ PSP)• share transfers• meetings and proceedings under Part 5, Division 3 of the Companies Act• consent to shorter notice• sole member's resolutions• members' resolutions in writing• corporate representative certificate The company constitution – what is it and why is it important <ul style="list-style-type: none">• the model constitution (which is adopted by many companies during incorporation)

- common amendments to facilitate business (electronic communications, majority (and not unanimous) approval for DRIW, whether interested directors can vote)
- amendment of constitution (amending objects, need special notice)

Re-domiciliation

- the process and conditions required under the Companies Act
- the tax benefits of transferring registration to Singapore

3.00pm

Coffee Break

3.15pm

Importance of having a good corporate secretary

- ACRA filings to be made within 14 days, what needs to be filled, good practice to take screenshots of acknowledgement, what were filed
- directors can be taken to task, disqualified, for matters such as failure to file annual returns on a timely basis

Maintenance of statutory registers as required under the Companies Act

Amalgamation

- what it is
- different forms of amalgamations provided in Part 7 of the Companies Act
- the process under the different forms of amalgamation

Restructuring – the stamp duty perspective

- amalgamation vs share transfer vs striking off

Requirements on Financial Statements and Audit under Part 6 of the Companies Act

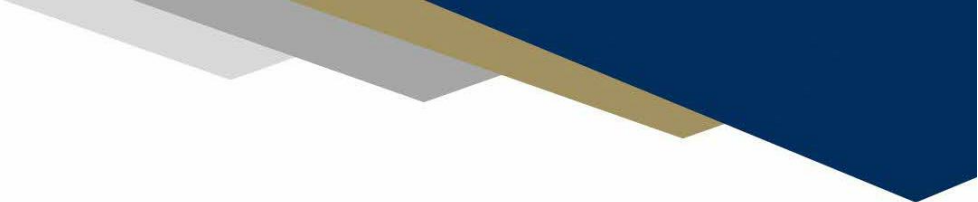
4.00pm

Bio Break

4.15pm

Directors

- duties under common law and Companies Act
- appointment/ resignation of directors
- Singapore resident director
- Form 45
- resignation letter
- qualification and disqualification of directors under Part 5, Division 2 of the Companies Act

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- directors appointed ad-hoc need to retire and be reappointed at AGM

4.35pm

Q&A

5.00pm

End of seminar

