



# Intertrust Singapore Corporate Services Pte. Ltd. ("ISCS")



Intertrust is one of the leading trust and corporate services providers for corporate and individual clients. Headquartered in Geneva, Intertrust has an extensive network of over 25 offices throughout the world.

Intertrust Singapore Corporate Services Pte. Ltd. ("ISCS") (formerly known as Compact Administrative Services Pte Ltd) is a well-established company in Singapore, providing quality corporate services to companies from a wide range of industries since 1987. We serve more than 1000 corporate clients and work closely with many reputable and established audit and legal firms to serve their clients in the area of corporate secretarial and accounting matters.

We help to promote the success of our clients' business ventures into Singapore by advising them on key issues when establishing their international businesses here. Besides providing expert advice, we also offer the practical follow-up work.

ISCS is also a primary service provider in the areas of finance and administration. By outsourcing these functions to us, our clients can free up their valuable time to concentrate on growing their businesses.

#### Services provided by Intertrust Singapore Corporate Services Pte. Ltd. ("ISCS")

We can play a key supporting role by offering you our professional advice and services in these areas.

- ▶ Establishment of Business Entities
- ▶ Company Secretarial Matters
- ▶ Share Registration
- ▶ Employment and Related Passes Applications
- ▶ Accounting and Payroll Outsourcing
- ▶ Cheque Signatory
- ▶ Payments Processing
- ▶ Central Provident Fund Registration
- ▶ Immigration Matters
- ▶ Global Executive Relocation
- ▶ Statutory Health Check
- ▶ Other Administrative Matters

Contact us today for all your administrative needs.

#### Business Entity Establishment

ISCS will be able to assist you in establishing your business entity. This involves liaising with the Accounting & Corporate Regulatory Authority (ACRA) for the registration of private limited companies, foreign branches, partnerships, sole proprietorships and International Enterprise Singapore for the registration of representative offices.

#### Incorporation of Companies

Companies with limited liability can be incorporated in Singapore under the Companies Act. There is generally no restriction on foreign ownership of such companies.

A private limited company (which is the most common type of limited liability company for trading and manufacturing activities in Singapore) can be incorporated by one or more persons who subscribe their names to a Memorandum of Association and comply with the requirements of the Singapore Companies Act, Cap 50. There is no minimum amount required as paid-up capital except for at least one subscriber's share.

At least one director is required. The person must be ordinarily resident in Singapore. ISCS is able to arrange for a nominee director if you require.

Depending on the nature of the business, application for approval may have to be made to the relevant government authorities before proceeding with incorporation. However, trading and manufacturing companies generally do not need prior approval.

#### Registration of Singapore Branch of Foreign Company

A foreign company incorporated outside Singapore may establish a place of business or carry on business in Singapore through a branch. A foreign company is required by law, before it establishes a place of business or commences to carry on business in Singapore, to lodge certain documents for registration with ACRA. If ACRA is satisfied, the foreign company will be registered as a branch in Singapore.

#### Representative Office

There are instances where foreign entities may only wish to service its customers and carry out promotional and liaison work. In this case, it may be more appropriate to set up a Representative Office in Singapore. The regulating authority of a Representative Office is the International Enterprise Singapore.

Representative Offices must not:

- ▶ engage in any trading (including import & export business activities directly or on behalf of the parent company)
- ▶ lease warehousing facilities (shipment/transshipment or storage of goods should be handled by a local agent or distributor appointed by its parent company)
- ▶ execute business contracts
- ▶ issue invoices/receipts
- ▶ open/receive letters of credit and contracts on behalf of the parent company
- ▶ provide services for a fee

#### Secretarial Services

ISCS is able to provide a comprehensive range of secretarial services to Private Limited Companies and Public Companies incorporated and/or listed in Singapore.

Private/Public Limited Companies Incorporated in Singapore

- ▶ Preparation of routine board resolutions
- ▶ Preparation of documents to effect changes in the officers of the company including change in their particulars
- ▶ Attend to resolutions relating to change in bank accounts and signatories, registered office, etc
- ▶ Preparation of documents for annual general meeting and annual return for filing with ACRA
- ▶ Lodgment of various statutory returns with ACRA
- ▶ Preparation of documents to effect any or all of the following:
  - › Change in company's name
  - › Change in share capital, allotment of shares, issue of share certificates
  - › Change in auditors
  - › Change in the memorandum and articles of association and all attendant filing with ACRA
- ▶ Updating and maintenance of minute books and statutory registers
- ▶ Advisory relating to corporate and statutory requirements on the aforesaid matters
- ▶ Attendance and minuting, when required, at board meetings and general meetings of shareholders and where requested, preparatory work relating to the above.

Public Companies Incorporated and/or Listed in Singapore

- ▶ Updating and maintenance of the register of directors' shareholdings and where public-listed, register of substantial shareholdings
- ▶ Attending, where public-listed, to routine compliance with the Listing Manual of the Singapore Exchange Securities Trading Limited (SGX-ST) when required
- ▶ Providing assistance, where public-listed, in the drafting of routine announcements for release to the SGX-ST via SGXNET
- ▶ Providing assistance, where public-listed, in the preparation of annual report, notices, proxy forms, polling papers and relevant documents for general meetings and statutory returns for filing with ACRA
- ▶ Attendance and minuting when required, at the following meetings – board, audit committee, nominating committee, remuneration committee, annual, extraordinary, or special general meetings. We will provide assistance and preparatory work on the above when required.

In the case of a public company incorporated outside Singapore but listed in Singapore, we are able to provide the above services where required under the SGX-ST Listing Manual.

#### **Singapore Branch (for a foreign company)**

ISCS renders full assistance to the agents of a Singapore Branch with the provision of secretarial services as follows:

- ▶ Documenting change of agents and particulars of agents
- ▶ Documenting change of registered office
- ▶ Documenting changes in the Board of Directors and particulars of Directors e.g. address etc
- ▶ Filing of branch and head office accounts and all statutory returns with ACRA
- ▶ Providing advisory relating to corporate and statutory requirements on the aforesaid matters

#### **Share Registration Services**

For companies which are going for public listing, ISCS will be able to provide share registration services for the initial public offer of shares. In addition, ISCS also functions as an on-going Share Registrar.

#### **Initial Public Offer of Shares**

- ▶ Assisting in the designing and printing of share certificates
- ▶ Processing the application forms of successful applicants
- ▶ Arranging for the marking of signature plates
- ▶ Banking application monies
- ▶ Issuing cheques to refund application monies on partial allotment/rejection
- ▶ Posting refund cheques to the respective applications
- ▶ Supplying the following computer print-outs
  - › List of share applicants
  - › List of multiple applicants
  - › List of shareholders and their holdings
  - › Major shareholder list (Top 30 shareholders)
- ▶ Issuing cheques to pay brokerage and underwriting commissions
- ▶ Issuing share certificates to the Central Depository Pte Ltd (CDP) and other scrip holders
- ▶ Sealing, affixing signatures and posting of share certificates
- ▶ Handling all public enquiries pertaining to the issue
- ▶ Supplying cartridge tape with data of all successful applicants to CDP
- ▶ Liaising and meeting with merchant bankers, bankers, CDP and SGX-ST on any of the above

#### **On-going Share Registrar**

- ▶ Processing and registration of share transfers including the issue of new certificates upon registration
- ▶ Processing applications for splitting or amalgamation of share certificates and the issuing of new certificates
- ▶ Issuing replacement certificates for those lost, destroyed etc., upon obtaining suitable Letters of Indemnity and Statutory Declarations
- ▶ Safe-keeping security documents, including signature plates
- ▶ Computing dividends and preparation of dividend schedules, dividend warrants including tax vouchers
- ▶ Dispatching annual reports, interim reports, circulars and notices to members on the Register of Members

- ▶ Attending all General Meetings with up-to-date Register of Members, supplying schedule of members and analysis of members as and when required
- ▶ Providing other information or periodical reports extractable from CDP upon request by the Company
- ▶ Providing other services incidental to the appointment as Share Registrar
- ▶ Liaising with CDP for data on beneficial owners and other information for mailing annual reports, circulars, etc.

#### **Relocation Services**

We provide assistance in application for employment passes, dependent passes, work permits, visit passes and permanent residence status in Singapore.

We also assist in the cancellation of the employment/dependant passes.

#### **Accounting services**

Accounting tasks are routine and time-demanding. Being one of the key supports of an organization, the accounting activities need to be performed accurately and efficiently at all times. We help to administer our clients' organizational financial affairs while ensuring quality supervision and compliance to new accounting standards.

Services provided:

- ▶ Setting a customised accounting system tailored to client's needs
- ▶ Maintaining cash book, petty cash book, general ledger, accounts receivable ledger, accounts payable ledger and fixed assets register
- ▶ Preparing management reports such as trial balance, balance sheet, statement of cash flow and profit and loss statements
- ▶ Preparing bank reconciliation statements, debtors listing, creditors listing, fixed assets schedules and related balance sheet schedules
- ▶ Assisting liaison with auditors and tax agents during financial year-end, including preparation of year-end accounting schedules for audit and tax purposes
- ▶ Performing cash flow and treasury management including bank account management and bank transaction reports
- ▶ Acting as cheque signatories to client's bank account or using our Client Trust Account for making payments on client's behalf

### Payroll services

We understand the importance of security and confidentiality of the information we handle on behalf of our clients for payroll services. This is reflected through the high level of vigilance we display when communicating with clients to protect the privacy of their transactions.

Remuneration packages can be structured in different ways with various benefits paid on different dates using a range of payment methods. To help answer to each client's business and operational needs, we can customise the payroll solutions to meet any special reporting requirements.

We also help to keep our clients updated on the latest changes in the labour legislation or Central Provident Fund (CPF).

Services provided:

- ▶ Setting the payroll system tailored to client's needs
- ▶ Processing adjustments to payroll, both pay-affecting, such as salary increases and bonuses, and non-pay-affecting, such as departmental changes

- ▶ Arranging payment of salaries directly to each employee's bank account
- ▶ Preparing individual payslips with full breakdown of salary details
- ▶ Providing payroll report with full summary of employee salaries for the management
- ▶ Competing employee payroll and CPF (Central Provident Fund) contributions
- ▶ Preparing and submitting CPF returns
- ▶ Arranging payment of CPF contributions to CPF board
- ▶ Preparing annual IR8A/E (return of employee's remuneration) for submission to Inland Revenue Authority of Singapore (IRAS)
- ▶ Processing claims from MINDEF (Ministry of Defence) for staff on reservist training
- ▶ Updating employee's personal records
- ▶ Maintaining employee's annual leave records


### Cheques Signatory/Payments Processing

ISCS provides cheque signatories for our clients' bank accounts to ensure that only duly authorized invoices are paid. Alternatively, clients may remit funds to our client trust account for payments to be made when duly authorized. Services included liaison with banks and other persons when necessary.

### Other Administrative Services

ISCS offers many other services that can save your company time and money. Contact us for more information.

Our clients come from every corner of the globe. Different countries, different cultures. Just like us. We have more than 1,000 professionals in more than 20 countries worldwide. So we have the local knowledge and sensitivity to see things from your point of view.

 Setting the standard since 1952

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