



THE STATUTES OF THE REPUBLIC OF SINGAPORE

ENTERPRISE SINGAPORE BOARD ACT 2018

2020 REVISED EDITION

This revised edition incorporates all amendments up to and including 1 December 2021 and comes into operation on 31 December 2021.

Prepared and Published by

THE LAW REVISION COMMISSION
UNDER THE AUTHORITY OF
THE REVISED EDITION OF THE LAWS ACT 1983

Informal Consolidation – version in force from 13/1/2022

Enterprise Singapore Board Act 2018

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An Act to establish the Enterprise Singapore Board and to make consequential and related amendments to certain other Acts.

[1 April 2018: Except sections 64, 65, 67(2) and 70 ;
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PART 1

PRELIMINARY

Short title and commencement

1.—(1) This Act is the Enterprise Singapore Board Act 2018.

(2) Sections 67(2) and 70 come into operation on a date that the Minister appoints by notification in the *Gazette*.

Interpretation

2. In this Act, unless the context otherwise requires —

“accreditation mark” means an accreditation mark specified by the Board under section 6(2)(i)(iv);

“Board” means the Enterprise Singapore Board established by section 3;

“certification mark” means a certification mark specified by the Board under section 6(2)(i)(iv);

“Chairperson” means the individual appointed under section 12(1)(a) as the Chairperson of the Board, and includes any individual appointed under section 14 to act in that capacity;

“Chief Executive” means the Chief Executive of the Board, and includes any individual acting in that capacity;

“company” means a body corporate and (to avoid doubt) includes a VCC;

[S 26/2022 wef 13/01/2022]

“Deputy Chairperson” means the Deputy Chairperson of the Board appointed under section 12(1)(b);

“document” includes any device or medium on which information is recorded or stored;

“function”, in relation to the Board, means a function conferred on the Board by or under this Act or any other Act;

“goods” means any movable property, and includes any commodity, fish, livestock or plant;

“inspector” means an inspector appointed under section 33;

“International Enterprise Singapore Board” means the International Enterprise Singapore Board established by the International Enterprise Singapore Board Act (Cap. 143B, 2002 Revised Edition) repealed by this Act;

“officer”, in relation to the Board, means an employee of the Board and includes an individual under a secondment arrangement which makes available the service of the individual to the Board;

“process” means one or more related or interacting activities that use inputs to deliver an intended result, and includes any test method;

“product” means any output, tangible or intangible, that results from a process, and includes any goods, material, service, terminology or management system;

“public authority” means a body established or constituted by or under a public Act to perform or discharge a public function;

“registering authority” means any authority competent under any written law to register a company, firm or other body of persons, or a trade mark or design;

“Singapore Rubber Fund” means the Singapore Rubber Fund as defined in the Rubber Industry Act 1992;

“Singapore Standard” means a standard established by the Board under section 6(2)(i)(iii);

“standard” means a definition, classification, description, requirement, specification, guideline or characteristic, by reference to which a product or process is assessed to be fit for its purpose;

“Standards, Productivity and Innovation Board” means the Standards, Productivity and Innovation Board established by the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition) repealed by this Act;

“trade mark” has the meaning given by the Trade Marks Act 1998;

[S 26/2022 wef 13/01/2022]

“VCC” has the meaning given by section 2(1) of the Variable Capital Companies Act 2018.

[S 26/2022 wef 13/01/2022]

PART 2

ESTABLISHMENT, FUNCTIONS AND POWERS OF BOARD

Enterprise Singapore Board

3. A body called the Enterprise Singapore Board is established by this section.

Board is body corporate

4.—(1) The Board —

- (a) is a body corporate with perpetual succession;
- (b) may acquire, hold and dispose of real and personal property; and
- (c) may sue and be sued in its corporate name.

(2) The Board may use and operate under the trading name of “Enterprise Singapore”, “ESG” and such other trading names approved by the Minister.

(3) The Board must cause notice of every trading name approved under subsection (2) to be published in the *Gazette*; but failure to do so does not invalidate the approval or use of that name.

Functions of Board

5.—(1) The Board has the following functions:

- (a) to enable Singapore-based enterprises and other enterprises requiring assistance to create and expand their businesses in domestic and foreign markets;
- (b) to enhance the business environment in Singapore and Singapore's global and regional connectivity, for Singapore-based enterprises to create and expand their businesses in foreign markets;
- (c) to promote and facilitate trading in any goods, or derivatives contracts in respect of one or more commodities;
- (d) in relation to commodity trade and industry —
 - (i) to regulate the rubber trade and industry;
 - (ii) to regulate spot commodity trading; and
 - (iii) to promote, develop and maintain the commodity trade and industry in Singapore, including any market involving derivatives contracts in respect of one or more commodities;
- (e) to serve as the national productivity, innovation, standards and accreditation body, which seeks to raise total factor productivity and improve Singapore's competitiveness;
- (f) to administer the Weights and Measures Act 1975;
- (g) to cooperate and collaborate with the SkillsFuture Singapore Agency established by section 3 of the SkillsFuture Singapore Agency Act 2016, and the Workforce Singapore Agency established by section 3 of the Workforce Singapore Agency Act 2003, in the discharge of their respective functions under those Acts;

- (h) to represent Singapore internationally in matters relating to —
 - (i) trade; and
 - (ii) productivity, innovation, standards, accreditation and conformity assessment;
- (i) to advise and assist the Government, any public authority or any industrial, commercial, trading or other organisation, on matters relating to —
 - (i) the development or regulation of trade, including commodity trade and industry, and to act as agent for the Government or for any person, body or organisation on such matters; and
 - (ii) productivity, innovation, standards and accreditation;
- (j) to perform such other functions as may be conferred on the Board by or under any other Act.

(2) In performing the functions conferred on the Board by subsection (1), the Board must have regard to the policies and directions of the Research, Innovation and Enterprise Council established by the National Research Fund Act 2006.

(3) The Board may also undertake such other functions as the Minister may, by notification in the *Gazette*, assign to the Board, and in so undertaking —

- (a) the Board is deemed to be fulfilling the purposes of this Act; and
- (b) the provisions of this Act apply to the Board in respect of those other functions.

(4) Nothing in this section imposes on the Board, directly or indirectly, any form of duty or liability enforceable by proceedings before any court to which the Board would not otherwise be subject.

Powers of Board

6.—(1) The Board has power to do all things necessary or expedient to enable the Board to carry out its functions.

(2) Without limiting subsection (1), the powers of the Board include the following:

- (a) in relation to enterprise development —
 - (i) to enhance the skills, capacity and resources of Singapore-based and other enterprises;
 - (ii) to provide technical and consultancy services;
 - (iii) to facilitate access by the enterprises to departments of the Government or any public authority, or to a foreign government or foreign authority;
 - (iv) to organise and participate in any trade exhibition, trade fair and trade mission; and
 - (v) to foster connections among Singapore-based enterprises and between Singapore-based enterprises and foreign enterprises, associations and agencies;
- (b) to establish and maintain offices or facilities in Singapore or overseas;
- (c) to collect, compile and analyse information, or commission surveys, research or studies relating to its functions;
- (d) to collect, compile and analyse particulars and information provided under the Regulation of Imports and Exports Act 1995 or any regulations made under that Act;
- (e) to establish and administer any scheme or programme relating to its functions;
- (f) to administer and regulate the establishment of representative offices in Singapore by foreign persons;
- (g) to enter into memoranda of understanding or other similar arrangements with any person in or outside Singapore for the purpose of discharging any of its functions;

- (h) to be a member or an affiliate of any international body the functions, objects or duties of which are similar to the functions of the Board;
- (i) in relation to standards, certification and accreditation —
 - (i) to assess materials, products, processes or persons for the purposes of certification, accreditation or conformity assessment;
 - (ii) to accredit, appoint, authorise or recognise any person that performs testing and certification, or conformity assessment, and to regulate the practice of such persons;
 - (iii) to establish and publish, by notification in the *Gazette*, the Singapore Standard in relation to any product or process;
 - (iv) to specify, by notification in the *Gazette*, accreditation marks and certification marks of the Board and control the use of such accreditation marks or certification marks;
 - (v) to administer the national standardisation programme and to facilitate the participation of Singapore in international standardisation activities;
- (j) to form or join in the formation of a company, association, trust or partnership or enter into a joint venture with any person —
 - (i) for the purposes of discharging any of the Board's functions; or
 - (ii) with the approval of the Minister, for any other purpose approved by the Minister;
- (k) to acquire or dispose of any property, movable or immovable, and to use any such property, including mortgaging it;
- (l) to apply for, obtain and hold any intellectual property rights, and enter into agreements or arrangements for the

commercial exploitation of those intellectual property rights;

- (m) to act as agent for the Government or, with the approval of the Government, for any other person in the transaction of any business for the Government or that other person;
- (n) to grant loans, provide training and award scholarships to officers of the Board, and to provide facilities for their welfare;
- (o) to do anything incidental to any of its powers.

(3) To avoid doubt, subsections (1) and (2) do not limit any other power conferred on the Board by any other provision in this Act or by or under any other Act.

Directions of Minister, etc.

7.—(1) The Minister may give to the Board any direction under section 5 of the Public Sector (Governance) Act 2018.

(2) Without limiting subsection (1), the Minister may give such directions to the Board as are necessary in the circumstances if it appears to the Minister to be requisite or expedient to do so —

- (a) in the interests of relations with the government of another country; or
- (b) in order to —
 - (i) discharge or facilitate the discharge of an obligation binding on the Government by virtue of it being a member of an international organisation or a party to an international agreement;
 - (ii) attain or facilitate the attainment of any other object the attainment of which is in the Minister's opinion requisite or expedient in view of the Government being a member of such an organisation or a party to such an agreement; or
 - (iii) enable the Government to become a member of such an organisation or a party to such an agreement.

(3) To avoid doubt, the Minister is entitled —

- (a) to information in the possession of the Board; and
- (b) where the information is in or on a document, to have, and make and retain copies of, that document.

(4) For the purposes of this section, the Minister may request the Board —

- (a) to provide information to the Minister; or
- (b) to give the Minister access to information.

(5) The Board must give effect to any direction given to it under subsection (1) or (2) and must comply with a request under subsection (4).

(6) The Board must not disclose any direction given to it under this section if the Minister notifies the Board that, in the Minister's opinion, disclosure of the direction is against the public interest.

(7) In this section, “information” means information specified, or of a description specified, by the Minister that relates to the functions of the Board.

Board's symbols, etc.

8.—(1) The Board has the exclusive right to the use of one or more symbols or representations as the Board may select or devise (each called in this section the Board's symbol or representation), and to display or exhibit those symbols or representations in connection with the Board's activities or affairs.

(2) A person who —

- (a) uses, without the prior written permission of the Board, a symbol or representation that is identical to the Board's symbol or representation; or
- (b) uses a symbol or representation that so resembles the Board's symbol or representation as to deceive or cause confusion, or to be likely to deceive or cause confusion,

shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both.

PART 3

CONSTITUTION AND MEMBERSHIP OF BOARD

Division 1 — Appointment, resignation and removal

Membership of Board

9.—(1) The Board consists of at least 8 members.

(2) One of the members (who is not the Chairperson) may be the Chief Executive.

Appointment of Board members

10.—(1) Each member of the Board must be appointed by the Minister.

(2) Every appointment must be made by instrument in writing given to the member.

(3) The instrument must state —

- (a) the term of the appointment; and
- (b) the date the appointment takes effect (which must not be a date earlier than the date the member receives the instrument).

Membership disqualification

11.—(1) In appointing members of the Board, the Minister must have regard to whether the members of the Board will collectively possess the appropriate knowledge, skills and experience for the Board to perform its functions effectively.

(2) However, the following individuals are disqualified to be or from being a member of the Board:

- (a) an undischarged bankrupt or an individual who has entered into a composition with any of his or her creditors;

- (b) a Judge or judicial officer;
- (c) an individual who has been sentenced to imprisonment for a term of 6 months or more, and has not received a free pardon;
- (d) an individual who is —
 - (i) disqualified under section 154(1) of the Companies Act 1967 from acting as a director, or taking part (whether directly or indirectly) in the management, of a company during the period of disqualification in that section;

[S 26/2022 wef 13/01/2022]
 - (ii) disqualified by a court order under section 149(1), 149A(1) or 154(2) of the Companies Act 1967 from being a director or in any way (whether directly or indirectly) being concerned in, or taking part in, the management of a company during the period of disqualification in the court order;
 - (iii) disqualified under section 58(1) of the Variable Capital Companies Act 2018 from acting as a director, or taking part (whether directly or indirectly) in the management of a VCC during the period of disqualification in that provision; or

[S 26/2022 wef 13/01/2022]
 - (iv) disqualified by a court order under section 56(1), 57(1) or 58(2) of the Variable Capital Companies Act 2018 from being a director or in any way (whether directly or indirectly) being concerned in, or taking part in, the management of a VCC during the period of disqualification in the court order;

[S 26/2022 wef 13/01/2022]
- (e) an individual who lacks capacity in respect of his or her duties as a member, within the meaning of the Mental Capacity Act 2008, or in respect of whom an order is made under section 10 of the Mental Health (Care and Treatment) Act 2008.

(3) In this section, “company” has the meaning given by section 4(1) of the Companies Act 1967.

[S 26/2022 wef 13/01/2022]

Chairperson and Deputy Chairperson

12.—(1) The Minister may, by instrument in writing, appoint —

- (a) a member (other than the Chief Executive) to be the Chairperson of the Board for the period specified in the instrument; and
- (b) a member (other than the Chairperson) to be the Deputy Chairperson of the Board for the period specified in the instrument.

(2) The Chairperson or Deputy Chairperson holds office until whichever of the following happens first:

- (a) his or her term of office as Chairperson or Deputy Chairperson (as the case may be) expires;
- (b) he or she ceases to hold office as a member of the Board;
- (c) the Minister terminates his or her appointment as Chairperson or Deputy Chairperson (as the case may be).

(3) Subject to section 14(1), the Deputy Chairperson has and may exercise all of the functions and powers of the Chairperson in relation to a matter if —

- (a) the Chairperson is unavailable; or
- (b) the Chairperson is interested (within the meaning given by Part 4 of the Public Sector (Governance) Act 2018) in the matter.

Premature vacancies

13.—(1) If a premature vacancy occurs in the office of any member of the Board, the Minister may, subject to sections 9, 10 and 11, appoint an individual to fill the vacancy and hold that office for the remainder of the term for which the vacating member was appointed.

(2) In this section, “premature vacancy”, for an office, means a vacancy that occurs in that office by virtue of section 20(1) or for any reason other than the expiry of the term of the office.

Acting Chairperson and members of Board

14.—(1) The Minister may appoint an individual (other than the Chief Executive) to act temporarily as the Chairperson during any period, or during all periods, when the Chairperson is —

- (a) absent from duty or Singapore; or
- (b) for any reason, unable to perform the duties of the office.

(2) The Minister may appoint an individual to act temporarily as a member of the Board (other than the Chairperson) during any period, or during all periods, when the member is —

- (a) absent from duty or Singapore; or
- (b) for any reason, unable to perform the duties of the office.

(3) An individual is ineligible for appointment under this section to act as the Chairperson or a member of the Board if the individual is disqualified under section 11(2) for appointment as a member of the Board.

Removal of member of Board

15.—(1) The Minister may, at any time and without giving any reason, remove a member of the Board from office.

(2) Every removal under subsection (1) must be made by written notice given to the member with a copy to the Board.

(3) The notice must state the date the removal takes effect, which must not be a date earlier than the date the member receives the notice.

Resignation from office

16.—(1) A member of the Board may resign his or her office by written notice to the Minister (with a copy to the Board) signed by the member.

(2) The resignation is effective when the notice in subsection (1) is received by the Minister or at any later time specified in the notice.

Validity of acts, etc.

17.—(1) Despite section 33 of the Interpretation Act 1965, the exercise of any power or performance of any function by the Board is not affected merely because at the relevant time —

- (a) there was a vacancy in the membership of the Board, including a vacancy arising from the failure to appoint a member;
- (b) there was some defect or irregularity existing in the appointment or continuance in office of an individual purporting to be a member of the Board; or
- (c) there was an irregularity in the Board’s decision-making procedure that does not affect the merits of the decision made.

(2) The acts of an individual as a member of the Board are not affected merely because —

- (a) there was some defect or irregularity existing in the appointment or continuance in office of the individual purporting to be a member of the Board; or
- (b) in the case of an individual acting in the capacity of the Chairperson, member or Chief Executive, the occasion for the individual so acting, or for his or her appointment, had not arisen or had ended.

Division 2 — Terms and conditions for members of Board

Term of appointment

18.—(1) Subject to section 20, each member of the Board holds office for a period of 3 years or any shorter period specified in the instrument of appointment.

(2) A member of the Board may be re-appointed.

Remuneration, etc.

19. The members of the Board may be paid, out of the funds of the Board, such salaries, fees and allowances as the Minister from time to time determines.

Vacation of office

20.—(1) A member of the Board ceases to hold office if he or she —

- (a) dies;
- (b) is adjudicated a bankrupt or enters into a composition with any of his or her creditors;
- (c) becomes otherwise disqualified from being a member under section 11(2);
- (d) is removed from office in accordance with section 15;
- (e) resigns in accordance with section 16;
- (f) fails without reasonable cause to disclose any interest required under Division 1 of Part 4 of the Public Sector (Governance) Act 2018 and a notice is given under that Act to the Minister about that default;
- (g) fails to attend 3 consecutive meetings of the Board without the approval of the Board; or
- (h) is not re-appointed when his or her term of office expires.

(2) A member of the Board is not entitled to any compensation or other payment or benefit relating to his or her ceasing, for any reason, to hold office as a member.

Other terms and conditions

21. The Minister may specify other terms and conditions of appointment of a member of the Board in the instrument of appointment.

PART 4**GOVERNANCE****Meetings of Board**

22.—(1) The Board must hold such meetings as are necessary for performing its functions.

(2) The Chairperson must appoint the times and places of the meetings of the Board, and cause notice of those meetings to be given to each member of the Board not present when the appointment is made.

(3) If the Chairperson receives a written request signed by 4 or more members that a meeting of the Board be convened for a purpose specified in the request, the Chairperson must, within 7 days after receiving the request, convene a meeting for that purpose.

(4) The meetings of the Board must be held in accordance with the provisions of this Act and Part 4 of the Public Sector (Governance) Act 2018.

Quorum

23.—(1) The quorum is the higher of the following:

- (a) one-third of the number of members of the Board;
- (b) 5 members of the Board.

(2) No business may be transacted at a meeting of the Board if a quorum is not present.

Presiding at meetings

24.—(1) At a meeting of the Board, the following person presides:

- (a) the Chairperson;
- (b) in the absence of the Chairperson, or if the Chairperson is interested in the matter (within the meaning given by Part 4 of the Public Sector (Governance) Act 2018), and there is a Deputy Chairperson who is present and is not interested in the matter (within the meaning given by Part 4 of that Act) — the Deputy Chairperson;

(c) in any other case, a member of the Board elected from among the members present at the meeting to preside.

(2) The person specified in subsection (1)(b) or (c) may perform the functions and exercise the powers of the Chairperson for the purposes of the meeting.

Voting at meetings

25.—(1) Each member of the Board has one vote.

(2) In addition to his or her general vote, the member presiding at a meeting has, in the case of an equality of votes, a casting vote.

(3) A resolution of the Board is passed if it is agreed to by all members present without dissent, or if a majority of the votes cast on it by members present and voting are in favour of it.

(4) A member present at a meeting of the Board is presumed to have agreed to, and to have cast a vote in favour of, a decision of the Board unless the member expressly dissents from or votes against the decision at the meeting or is prevented from voting by section 26 of the Public Sector (Governance) Act 2018.

Execution of documents

26.—(1) The Board must have a seal that is to be kept and used as authorised by the Board.

(2) A document is duly executed by the Board if —

(a) the seal of the Board is affixed to the document in the presence of one of its members who must sign the document to attest that the seal was so affixed, and the document is signed by —

(i) any 2 members generally or specially authorised by the Board for the purpose; or

(ii) one member and the Chief Executive; or

(b) the document is signed on behalf of the Board by a person or persons authorised to do so by the Board and in accordance with the terms of that authorisation.

(3) Where a document is to be executed under seal, the Board may authorise one or more of its officers to execute, on the Board's behalf, the document under the Board's seal in accordance with the terms of that authorisation.

(4) A document purporting to be executed in accordance with this section is presumed to be duly executed until the contrary is shown.

(5) All courts, judges and persons acting judicially are to take judicial notice of the imprint of the seal appearing on a document.

(6) When a document is produced bearing a seal purporting to be the seal of the Board, it is presumed that the seal is the seal of the Board until the contrary is shown.

Appointment of committees

27.—(1) The Board may appoint such number of committees as the Board thinks fit for purposes which, in the opinion of the Board, would be better regulated and managed by means of such committees.

(2) A committee appointed under this section may consist of such individuals as the Board thinks fit, and may include individuals who are not members of the Board.

(3) Without limiting subsection (1), the Board may appoint committees —

(a) to advise the Board on matters relating to the Board's functions and powers that are referred to the committee by the Board; and

(b) to perform any function or exercise any power of the Board that is delegated to the committee.

(4) Section 17 applies to a committee, and to committee members or individuals purporting to be committee members, with the necessary modifications.

Proceedings of committees

28. Subject to this Act, the Public Sector (Governance) Act 2018 and any restrictions by the Board, a committee may regulate its own proceedings and business.

Ability to delegate

29.—(1) The Board may delegate any of its functions or powers, either generally or specially and subject to such conditions or restriction as the Board thinks fit, to any of the following persons:

- (a) a member of the Board;
- (b) the Chief Executive or an officer of the Board;
- (c) a committee of the Board;
- (d) a company that is incorporated in Singapore and is a subsidiary of the Board.

(2) A delegation under subsection (1) must be by written notice given to the delegate.

(3) Subsection (1) does not apply to —

- (a) the power to make subsidiary legislation conferred by this Act or any other Act;
- (b) the power to delegate conferred by this section; or
- (c) any function or power under this Act or any other Act that is declared by this Act or that other Act to be non-delegable.

(4) A delegation in accordance with this section —

- (a) except as otherwise provided in this Act or any other Act administered by the Board, does not affect or prevent the performance of any function or the exercise of any power by the Board;
- (b) is not affected by any change in the membership of the Board;
- (c) is not affected by any change in the membership of a committee (where the committee is the delegate), so long

as the committee includes at least one member of the Board; and

- (d) is not affected by any change in the individual appointed as the Chief Executive or holding any specified office in the Board (where the delegate is the Chief Executive or the holder of the specified office).

(5) For the purposes of subsection (1)(d), a company is a subsidiary of the Board if —

- (a) the Board is the sole member of that company; or
- (b) the Board, as a member of that company, holds more than half of the voting power in that company.

Validity of delegate's acts, etc.

30. A delegate who purports to perform a function or exercise a power under delegation —

- (a) is taken to do so in accordance with the terms of the delegation under section 29, unless the contrary is shown; and
- (b) must produce evidence of the delegation, if reasonably required to do so.

PART 5

PERSONNEL MATTERS

Chief Executive

31.—(1) There must be a Chief Executive, whose appointment, removal, discipline and promotion must be in accordance with the Public Sector (Governance) Act 2018.

(2) The Board may, subject to the Public Sector (Governance) Act 2018, appoint an individual to act temporarily as the Chief Executive during any period, or during all periods, when the Chief Executive —

- (a) is absent from duty or from Singapore; or

- (b) is, for any reason, unable to perform the duties of the office.

Officers, etc.

32. The Board may, subject to the Public Sector (Governance) Act 2018, appoint and employ, on the terms and conditions determined by the Board, any other officers, consultants and agents as may be necessary for the effective performance of its functions.

Inspectors

33. The Board may appoint such number of inspectors as may be necessary to assist the Board in carrying out its functions or in exercising its powers under this Act, and for this purpose, the Board may assign to the inspectors any duties not inconsistent with the provisions of this Act as the Board thinks fit.

Preservation of secrecy

34.—(1) A member of the Board, the Chief Executive, or an officer, inspector, agent or committee member of the Board, who has information in his or her capacity as such that would not otherwise be available to him or her, must not disclose that information to any person except —

- (a) in the performance of the Board's functions;
- (b) with the prior authorisation from the Board to do so;
- (c) for the purposes of any investigations or proceedings for an offence under this Act, or any report of those proceedings;
- (d) as required by an order of court or required or allowed by or under any written law; or
- (e) in complying with the requirements in the Public Sector (Governance) Act 2018 for members of the Board or committee members to disclose interests.

(2) Any person who, without reasonable excuse, contravenes subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$2,000 or to imprisonment for a term not exceeding 12 months or to both.

Protection from liability

35.—(1) No liability shall lie against the Chief Executive, any member, officer, inspector, agent, or committee member, of the Board or any other person acting under the direction of the Board, who, acting in good faith and with reasonable care, does or omits to do anything in —

- (a) the performance or purported performance of any function of the Board; or
- (b) the exercise or purported exercise of any power of the Board.

(2) No liability shall lie against the Government or the Board by reason of the fact that —

- (a) a product or process conforms or is alleged to conform to a Singapore Standard; or
- (b) an accreditation mark or a certification mark is used in connection with, in respect of or in relation to, a product or process.

PART 6**FINANCIAL PROVISIONS****Financial year**

36. The financial year of the Board begins on 1 April of each year and ends on 31 March of the succeeding year.

Revenue and property of Board

37.—(1) The funds and property of the Board include —

- (a) all moneys paid to the Board by way of grants, subsidies, donations, gifts and contributions for the purposes of the Board;
- (b) all moneys paid to, and all other moneys and property lawfully received by, the Board for the purposes of the Board;

- (c) all fees, charges and other sums payable to the Board under this Act or any other written law administered by the Board;
- (d) all moneys, dividends, royalties, interest or income received from any transaction made under the powers of the Board under this Act or any other written law administered by the Board;
- (e) all moneys borrowed by the Board under this Act;
- (f) the levies collected under section 38;
- (g) the Singapore Rubber Fund; and
- (h) all accumulations of income derived from any property or money mentioned in paragraphs (a) to (g).

(2) The moneys of the Board are to be applied only in payment of expenses incurred by the Board in the discharge of its functions, obligations and liabilities, and in making any payment that the Board is authorised or required to make.

Levy in respect of export of goods

38.—(1) The Board may, with the approval of the Minister, by order in the *Gazette*, impose a levy on the export of such goods as may be specified in the order.

- (2) Any order made under subsection (1) may provide for —
- (a) different rates of levy in respect of the export of different goods;
 - (b) the recovery of the levy by the Board in such manner and through such channels as may be specified in the order; or
 - (c) the exemption of any person or class of persons from the payment of the levy.

(3) The levy collected under this section must be paid to the Board.

Singapore Rubber Fund

39.—(1) The Singapore Rubber Fund must be administered by the Board in accordance with this Act.

(2) The Singapore Rubber Fund may, subject to any direction of the Minister under section 7(1), be used for the following purposes:

- (a) the promotion, development, regulation and maintenance of the commodity trade and industry, including the commodity futures market in Singapore;
- (b) the payment of the Board's expenses necessary for the participation in international natural rubber organisations and agreements established under these organisations;
- (c) the discharge of any outstanding liability incurred by the former Rubber Association of Singapore and transferred to the Board;
- (d) for the purposes provided in and generally for carrying into effect the Rubber Industry Act 1992 and for the discharge of any liability arising as a result of the exercise of the functions and duties under that Act;
- (e) any other purposes that are incidental or expedient for the purposes of the Singapore Rubber Fund.

Bank accounts

40.—(1) The Board must open and maintain one or more accounts with such bank or banks as the Board thinks fit.

(2) Every account under subsection (1) may only be operated by a person authorised to do so by the Board.

Power of investment

41. The Board may invest its moneys in accordance with the standard investment power of statutory bodies as defined in section 33A of the Interpretation Act 1965.

Grants

42. For the purpose of enabling the Board to carry out its functions, the Minister may make grants to the Board of such sums of money as the Minister may determine out of money to be provided by Parliament.

Power to borrow

43.—(1) The Board cannot raise loans for the performance of its functions except in accordance with this section.

(2) Subject to subsection (3), the Board may raise loans by —

- (a) mortgage, overdraft or other means, with or without security;
- (b) charge, whether legal or equitable, on any property vested in the Board or on any other revenue receivable by the Board under this Act or any other written law; or
- (c) the creation and issue of debentures or bonds, or such other instrument as the Minister may approve.

(3) The Board may —

- (a) raise loans under subsection (2) from the Government;
- (b) obtain a credit facility for the purchase of goods or services mentioned in subsection (4) from a bank or financial institution, whether in or outside Singapore; or
- (c) with the approval of the Minister, raise a loan or obtain a credit facility from any other source, whether in or outside Singapore.

(4) For the purposes of this section, the power to raise loans includes the power to enter into any financial agreement or arrangement under which credit facilities are granted to the Board for the purchase of goods or services.

Issue of shares, etc.

44. As a consequence of —

- (a) the vesting of any property, right or liability in the Board under this Act; or
- (b) any capital injection or other investment by the Government in the Board in accordance with any other written law,

the Board must issue such shares or other securities to the Minister charged with the responsibility for finance as that Minister may direct.

PART 7

ADMINISTRATION AND ENFORCEMENT

Powers to inquire and verify information, etc.

45.—(1) The powers under this section may be exercised only for the purpose of inquiring into or ascertaining —

- (a) the truth or correctness of any statement made, or of any information given, by a person who applies or has applied for an incentive, a grant, a loan or any other financial benefit given or administered by, the Board;
- (b) whether any incentive, grant, loan or any other financial benefit given or administered by the Board has been properly applied by the person to whom the incentive, grant, loan or financial benefit was given;
- (c) the truth or correctness of any statement made, or of any information given, by a person in relation to the person's application for accreditation or certification by the Board;
- (d) whether the use of an accreditation mark, a certification mark, or a report or certificate issued by or on behalf of the Board is in accordance with the conditions (if any) of the accreditation mark, certification mark, report or certificate; or
- (e) whether any provision of this Act is being or has been contravened.

(2) The Board, an officer of the Board duly authorised by the Chief Executive for the purposes of this section, or an inspector may, at any reasonable time, do any of the following, without involving any search of any property or person:

- (a) enter and inspect any premises;

- (b) photograph or film, or make audio recordings or make sketches of, any part of the premises or anything at the premises;
 - (c) require any person to provide or grant access to, without charge, any document or information reasonably required for any purpose in subsection (1);
 - (d) inspect and make copies of or take extracts from any such document;
 - (e) take possession of such a document if, in the opinion of the Board, the officer or the inspector —
 - (i) the inspection or copying of, or extraction from, the document cannot reasonably be performed without taking possession;
 - (ii) the document may be interfered with or destroyed unless possession is taken; or
 - (iii) the document may be required as evidence in any proceedings instituted or commenced for any of the purposes of, or in connection with, this Act;
 - (f) require any person to complete and deliver any return specified within the time specified in the notice;
 - (g) take samples where the Board, the officer or the inspector has reason to believe that there is any product or process —
 - (i) in respect of which an accreditation mark, a certification mark or a colourable imitation of the accreditation mark or certification mark is being used in contravention of this Act; or
 - (ii) which a person claims to be in conformity with a Singapore Standard when in fact it is not.
- (3) The power to require a person to provide any document or information under subsection (2)(c) includes the power —
- (a) to require the person, or any person who is or was an officer or employee of that person, to provide an explanation of the document or information;

- (b) if the document or information is not provided, to require the person to state, to the best of the person's knowledge and belief, where it is; and
 - (c) if the information is recorded otherwise than in legible form, to require the information to be made available to the Board in legible form.
- (4) The Board, an officer of the Board duly authorised by the Chief Executive or an inspector may exercise the powers under subsection (2) to inquire into —
- (a) any offence committed or allegedly committed under the International Enterprise Singapore Board Act (Cap. 143B, 2002 Revised Edition); or
 - (b) any offence committed or allegedly committed under the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition).

False or misleading information, statement or document, etc.

46.—(1) A person must not —

- (a) in relation to the person's application, or in support of another person's application, for any incentive, grant, loan or other financial benefit given or administered by the Board make, or authorise the making of, a statement that the person knows to be false or misleading in any material particular;
 - (b) in providing any information or any document required by the Board, the officer or the inspector under section 45, or any returns or information required by notice under section 51, provide any information, returns or document that the person knows to be false or misleading in any material particular; or
 - (c) intentionally alter, suppress or destroy any document or information which the person is required by the Board, the officer or the inspector under section 45 to provide.
- (2) Any person who, without reasonable excuse, contravenes subsection (1) shall be guilty of an offence and shall be liable on

conviction to a fine not exceeding \$10,000 or to imprisonment for a term not exceeding 12 months or to both.

(3) To avoid doubt, it is not a defence in any proceeding for an offence under subsection (2) for contravening subsection (1)(a) that the accused did not obtain any incentive, grant, loan or other financial benefit given or administered by the Board.

Improper use of accreditation mark, certification mark, report or certificate

47.—(1) A person must not use an accreditation mark or a certification mark, or a colourable imitation of an accreditation mark or a certification mark, in respect of any product or process or in any trade mark or design, unless the person —

- (a) holds a valid accreditation or certification authorising the person to use that accreditation mark or certification mark in respect of that product or process or in that trade mark or design; or
- (b) is authorised by the Board to use that accreditation mark or certification mark.

(2) A person must not use any report or certificate issued or purportedly issued by or on behalf of the Board to convey the impression that the person holds a valid accreditation or certification, when in fact the person does not.

(3) A person must not forge or without lawful authority alter an accreditation mark, a certification mark, or a report or certificate issued by the Board.

(4) Any person who, without reasonable excuse, contravenes subsection (1), (2) or (3) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$50,000 or to imprisonment for a term not exceeding 3 years or to both.

(5) Despite any provision to the contrary in the Criminal Procedure Code 2010, a District Court has power to impose the full penalty or punishment prescribed under subsection (4).

(6) A court trying an offence under subsection (1), (2) or (3) may direct that any property in respect of which the offence has been committed be forfeited to the Government.

Offences relating to Singapore Standard

48.—(1) A person must not establish, accept, adopt or publish in relation to a product or process any standard which purports, expressly or impliedly, to be a Singapore Standard, when in fact it is not.

(2) A person must not —

(a) make any statement or representation, whether in writing or not; or

(b) use any mark,

which conveys or is likely to convey the impression that a product or process conforms to a Singapore Standard, when in fact it does not.

(3) Any person who, without reasonable excuse, contravenes subsection (1) or (2) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both.

Prohibition of registration in certain cases

49.—(1) Despite anything in any written law, except where consent has been granted by the Board, a registering authority must not —

(a) register any company, firm or other body of persons that bears any name described in subsection (2); or

(b) register a trade mark or design that bears any name or mark described in subsection (2).

(2) The name or mark mentioned in subsection (1) is any of the following:

(a) a name or mark the use of which contravenes section 47(1);

(b) a name or mark which contains or consists of the words “Singapore Standard” or “Technical Reference”, the expression “SISIR” or “SISIR Mark” or the names “Standards, Productivity and Innovation Board”,

“SPRING Singapore”, “Singapore Productivity and Standards Board”, “International Enterprise Singapore Board”, “IE Singapore”, “Enterprise Singapore Board”, “ESG”, “Singapore Accreditation Council”, “Singapore Quality Award Governing Council” or “Singapore Standards Council” or other prescribed words or names, in any form;

- (c) a name or mark that so nearly resembles any of the names or marks mentioned in paragraph (b) as to deceive or be likely to deceive the public.

Obstructing officers of Board

50.—(1) A person must not obstruct or hinder a member or an officer or agent of the Board, or an inspector, who is exercising any power or discharging any duty under this Act.

(2) Any person who, without reasonable excuse, contravenes subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both.

Providing returns and information

51.—(1) The Board or a person authorised by the Board may by written notice require any person to provide to the Board or to the person so authorised, within the period specified in the notice, such returns or information required for the purpose of any of the Board’s functions as may be —

- (a) specified in the notice; and
- (b) within the knowledge of the person, or in the custody or under the control of the person.

(2) Any person who, without reasonable excuse, fails to comply with a notice given to the person under subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$1,000.

Composition of offences

52.—(1) The Chief Executive, or an officer of the Board authorised in writing by the Board, may compound any offence under this Act that is prescribed as a compoundable offence by collecting from a person reasonably suspected of having committed the offence a sum not exceeding the lower of the following:

- (a) one half of the amount of the maximum fine that is prescribed for the offence;
- (b) \$5,000.

(2) On payment of the sum of money, no further proceedings are to be taken against that person in respect of the offence.

(3) All sums collected under this section must be paid into the Consolidated Fund.

Proceedings conducted by officers of Board

53. Proceedings in respect of an offence under this Act, the International Enterprise Singapore Board Act (Cap. 143B, 2002 Revised Edition) or the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition) may, with the authorisation of the Public Prosecutor, be conducted by an officer of the Board who is authorised in writing to do so by the Chairperson or the Chief Executive.

Offences by corporations

54.—(1) Where, in a proceeding for an offence under this Act, it is necessary to prove the state of mind of a corporation in relation to a particular conduct, evidence that —

- (a) an officer, employee or agent of the corporation engaged in that conduct within the scope of his or her actual or apparent authority; and
- (b) the officer, employee or agent had that state of mind,

is evidence that the corporation had that state of mind.

(2) Where a corporation commits an offence under this Act, a person —

(a) who is —

- (i) an officer of the corporation; or
- (ii) an individual involved in the management of the corporation and in a position to influence the conduct of the corporation in relation to the commission of the offence; and

(b) who —

- (i) consented or connived, or conspired with others, to effect the commission of the offence;
- (ii) is in any other way, whether by act or omission, knowingly concerned in, or is party to, the commission of the offence by the corporation; or
- (iii) knew or ought reasonably to have known that the offence by the corporation (or an offence of the same type) would be or is being committed, and failed to take all reasonable steps to prevent or stop the commission of that offence,

shall be guilty of the same offence as is the corporation, and shall be liable on conviction to be punished accordingly.

(3) A person mentioned in subsection (2) may rely on a defence that would be available to the corporation if it were charged with the offence with which the person is charged and, in doing so, the person bears the same burden of proof as that corporation would bear.

(4) To avoid doubt, this section does not affect the application of —

- (a) Chapters 5 and 5A of the Penal Code 1871; or
- (b) the Evidence Act 1893 or any other law or practice regarding the admissibility of evidence.

(5) To avoid doubt, subsection (2) also does not affect the liability of a corporation for an offence under this Act, and applies whether or not the corporation is convicted of the offence.

(6) In this section —

“corporation” includes a limited liability partnership within the meaning of section 2(1) of the Limited Liability Partnerships Act 2005;

“officer”, in relation to a corporation, means any director, partner, chief executive, manager, secretary or other similar officer of the corporation, and includes —

- (a) any person purporting to act in any such capacity; and
- (b) for a corporation whose affairs are managed by its members, any of those members as if the member were a director of the corporation;

“state of mind” of a person includes —

- (a) the knowledge, intention, opinion, belief or purpose of the person; and
- (b) the person’s reasons for the intention, opinion, belief or purpose.

Offences by unincorporated associations or partnerships

55.—(1) Where, in a proceeding for an offence under this Act, it is necessary to prove the state of mind of an unincorporated association or a partnership in relation to a particular conduct, evidence that —

- (a) an employee or agent of the unincorporated association or the partnership engaged in that conduct within the scope of his or her actual or apparent authority; and
- (b) the employee or agent had that state of mind,

is evidence that the unincorporated association or partnership had that state of mind.

(2) Where an unincorporated association or a partnership commits an offence under this Act, a person —

- (a) who is —
 - (i) an officer of the unincorporated association or a member of its governing body;

- (ii) a partner in the partnership; or
 - (iii) an individual involved in the management of the unincorporated association or partnership and in a position to influence the conduct of the unincorporated association or partnership (as the case may be) in relation to the commission of the offence; and
- (b) who —
- (i) consented or connived, or conspired with others, to effect the commission of the offence;
 - (ii) is in any other way, whether by act or omission, knowingly concerned in, or is party to, the commission of the offence by the unincorporated association or partnership; or
 - (iii) knew or ought reasonably to have known that the offence by the unincorporated association or partnership (or an offence of the same type) would be or is being committed, and failed to take all reasonable steps to prevent or stop the commission of that offence,

shall be guilty of the same offence as is the unincorporated association or partnership, and shall be liable on conviction to be punished accordingly.

(3) A person mentioned in subsection (2) may rely on a defence that would be available to the unincorporated association or partnership if it were charged with the offence with which the person is charged and, in doing so, the person bears the same burden of proof as that unincorporated association or partnership would bear.

(4) To avoid doubt, this section does not affect the application of —

- (a) Chapters 5 and 5A of the Penal Code 1871; or
- (b) the Evidence Act 1893 or any other law or practice regarding the admissibility of evidence.

(5) To avoid doubt, subsection (2) also does not affect the liability of an unincorporated association or a partnership for an offence under

this Act, and applies whether or not the unincorporated association or partnership is convicted of the offence.

(6) In this section —

“officer”, in relation to an unincorporated association (other than a partnership), means the president, the secretary, or any member of the committee of the unincorporated association, and includes —

(a) any person holding a position analogous to that of president, secretary or member of a committee of the unincorporated association; and

(b) any person purporting to act in any such capacity;

“partner” includes a person purporting to act as a partner;

“state of mind” of a person includes —

(a) the knowledge, intention, opinion, belief or purpose of the person; and

(b) the person’s reasons for the intention, opinion, belief or purpose.

Service of documents

56.—(1) A document that is permitted or required by this Act to be served on a person may be served as described in this section.

(2) A document permitted or required by this Act to be served on an individual may be served —

(a) by giving it to the individual personally;

(b) by sending it by prepaid registered post to the address specified by the individual for the service of documents or, if no address is so specified, the individual’s residential address or business address;

(c) by leaving it at the individual’s residential address with an adult apparently resident there, or at the individual’s business address with an adult apparently employed there;

(d) by affixing a copy of the document in a conspicuous place at the individual’s residential address or business address;

(e) by sending it by fax to the fax number given by the individual as the fax number for the service of documents; or

(f) by sending it by email to the individual's last email address.

(3) A document permitted or required by this Act to be served on a partnership (other than a limited liability partnership) may be served —

(a) by giving it to any partner or other similar officer of the partnership;

(b) by leaving it at, or by sending it by prepaid registered post to, the partnership's business address;

(c) by sending it by fax to the fax number used at the partnership's business address; or

(d) by sending it by email to the partnership's last email address.

(4) A document permitted or required by this Act to be served on a body corporate (including a limited liability partnership) may be served —

(a) by giving it to the body corporate's secretary or other similar officer, or the limited liability partnership's manager;

(b) by leaving it at, or by sending it by prepaid registered post to, the body corporate's registered office or principal office in Singapore;

(c) by sending it by fax to the fax number used at the body corporate's registered office or principal office in Singapore; or

(d) by sending it by email to the body corporate's last email address.

(5) Service of a document under subsection (1) takes effect —

- (a) if the document is sent by fax and a notification of successful transmission is received — on the day of transmission;
- (b) if the document is sent by email — at the time that the email becomes capable of being retrieved by the person; or
- (c) if the document is sent by prepaid registered post — 2 days after the day the document was posted (even if it is returned undelivered).

(6) This section does not apply to documents to be served in proceedings in court.

(7) In this section —

“business address” means —

- (a) in the case of an individual — the individual’s usual or last known place of business in Singapore; or
- (b) in the case of a partnership (other than a limited liability partnership) — the partnership’s principal or last known place of business in Singapore;

“document” includes a notice, a direction or an order permitted or required by this Act to be served;

“last email address” means —

- (a) the last email address given by the addressee concerned to the person giving or serving the document as the email address for the service of documents under this Act; or
- (b) the last email address of the addressee concerned known to the person giving or serving the document;

“residential address” means an individual’s usual or last known place of residence in Singapore.

Regulations

57.—(1) The Board may, with the approval of the Minister, make regulations prescribing matters required or permitted by this Act to be

prescribed, or necessary or expedient for carrying out or giving effect to this Act.

(2) Without limiting subsection (1), the Board may, with the approval of the Minister, make regulations to provide for the following matters:

- (a) the designation, appointment, authorisation or recognition of persons who conduct certification, accreditation or conformity assessment, and the regulation of such persons;
- (b) regulating the use of accreditation marks and certification marks, and regulating the use of reports and certificates issued under this Act;
- (c) fees and charges for the provision of any facility, service or work done, including the recovery of any costs incurred, by or on behalf of the Board, or otherwise for the purposes of this Act.

(3) The Board may, in making any regulations, provide that any person who contravenes a provision of the regulations shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$10,000 or to imprisonment for a term not exceeding 2 years or to both.

(4) All regulations made under this Act must be presented to Parliament as soon as possible after publication in the *Gazette*.

PART 8

TRANSFER OF UNDERTAKINGS

Interpretation of this Part

58. In this Part, unless the context otherwise requires —

“asset”, in relation to a transferor, means property of any kind (whether tangible or intangible, whether arising from, accruing under, created or evidenced by or the subject of, an instrument or otherwise and whether actual or contingent) of the transferor on the eve of the transfer date and includes, without limitation, any —

- (a) legal or equitable interest in real or personal property, whether situated in Singapore or elsewhere;
- (b) chose in action;
- (c) money or securities;
- (d) plant and equipment, whether situated in Singapore or elsewhere;
- (e) intellectual property;
- (f) infrastructure, whether situated in Singapore or elsewhere;
- (g) records; and
- (h) right;

“fair trading functions” means the following functions of the Standards, Productivity and Innovation Board:

- (a) promoting fair trading among suppliers and consumers and enabling consumers to make informed purchasing decisions in Singapore;
- (b) preventing suppliers in Singapore from engaging in unfair trading practices;
- (c) advising the Government, any public authority or any consumer protection organisation on fair trading matters generally;
- (d) administering and enforcing the Consumer Protection (Fair Trading) Act 2003;

“liability”, in relation to a transferor, means any liability, duty or obligation (whether actual or contingent, liquidated or unliquidated, and whether owed alone or jointly and severally with any other person) of the transferor on the eve of the transfer date, whether under the laws of Singapore or any country or territory outside Singapore;

“records”, in relation to a transferor, means registers, papers, documents, minutes, receipts, books of account and other

records, however compiled, recorded or stored, of that transferor existing on the eve of the transfer date;

“right”, in relation to a transferor, means any right, power, privilege or immunity of the transferor on the eve of the transfer date, whether under the laws of Singapore or any country or territory outside Singapore;

“transfer date” means 1 April 2018;

“transferor” means —

(a) the International Enterprise Singapore Board; or

(b) the Standards, Productivity and Innovation Board;

“transferring employee”, in relation to the Standards, Productivity and Innovation Board, means every employee of that Board, except the employees in the Consumer Protection Weights & Measures Division who perform solely or mainly the fair trading functions.

Transfer of undertakings to Board

59.—(1) On the transfer date, the following assets and liabilities are transferred to the Board:

(a) all assets and liabilities of the International Enterprise Singapore Board;

(b) all assets and liabilities of the Standards, Productivity and Innovation Board, except the assets and liabilities that relate solely or mainly to the fair trading functions.

(2) When any asset or liability of a transferor is transferred under subsection (1), the following provisions have effect:

(a) the asset that is the subject of the transfer vests in the Board by virtue of this section and without the need for any further conveyance, transfer, assignment or assurance;

(b) the liability that is the subject of the transfer becomes by virtue of this section the liability of the Board;

(c) all legal or other proceedings relating to that asset or liability started before the transfer date by or against the

transferor (or a predecessor of the transferor) and pending immediately before that date are taken to be proceedings pending by or against the Board;

- (d) any legal or other proceedings relating to that asset or liability which could have been started immediately before the transfer date by or against the transferor (or a predecessor of the transferor) may be started by or against the Board;
 - (e) a judgment or order of a court or other tribunal obtained before the transfer date by or against the transferor (or a predecessor of the transferor) relating to that asset or liability may be enforced by or against the Board;
 - (f) any document relating to legal or other proceedings relating to that asset or liability that has been served on or by the transferor (or a predecessor of the transferor) before the transfer date is taken, where appropriate, to have been served on or by the Board;
 - (g) any act, matter or thing done or omitted to be done before the transfer date in relation to that asset or liability by, to or in respect of the transferor (or a predecessor of the transferor) is (to the extent to which that act, matter or thing has any force or effect) taken to have been done or omitted by, to or in respect of the Board;
 - (h) a reference to the transferor (or a predecessor of the transferor) in any written law, any instrument made under any Act, any contract, agreement, arrangement or undertaking, or any document of any kind, to the extent to which the reference relates to that asset or liability, is taken to be, or to include, a reference to the Board;
 - (i) any agreement relating to that asset or liability and to which the transferor (or a predecessor of the transferor) is a party becomes enforceable by or against the Board.
- (3) The operation of this section does not —
- (a) constitute a breach of, or default under, any Act or other law or otherwise a civil wrong or criminal wrong;

- (b) constitute a breach of duty of confidence (whether arising by contract, in equity, by custom, or in any other way);
- (c) constitute a breach of any contractual provision prohibiting, restricting or regulating the assignment or transfer of assets or liabilities or the disclosure of any information;
- (d) terminate an agreement or fulfil any condition that allows a person to terminate any agreement or obligation, or give rise to any right or remedy in respect of any agreement or obligation;
- (e) frustrate any contract or cause any contract or instrument to be void or otherwise unenforceable;
- (f) release any surety, other obligor or other obligee wholly or in part from any obligation; or
- (g) constitute an event of breach of, or default under, any contract or other instrument.

(4) No attornment to the Board by a lessee from a transferor is required.

(5) The Board, and any transferor from which a foreign asset, right or liability is transferred to the Board, must take all such steps as may be necessary to secure that the vesting in the Board by virtue of this section of any foreign asset, right or liability is effective under the relevant foreign law.

(6) In subsection (5), a reference to a foreign asset, right or liability is a reference to any asset, right or liability as respects which any issue arising in any proceedings would have been determined (in accordance with the rules of conflict of laws) by reference to the law of a country or territory outside Singapore (called in that subsection the relevant foreign law).

Transfer of employees to Board

60.—(1) On the transfer date —

- (a) every employee of the International Enterprise Singapore Board stops being an employee of that Board; and

- (b) every transferring employee of the Standards, Productivity and Innovation Board stops being an employee of that Board,

and is each transferred to the service, and becomes an employee, of the Board on terms no less favourable than those enjoyed by the employee on the eve of the transfer date.

(2) A certificate signed by the Minister certifying whether an individual named in the certificate has been transferred to the service of the Board under subsection (1) is admissible in evidence in any proceedings as proof of the matters stated in the certificate.

(3) The transfer of an employee of a transferor to the Board under subsection (1) —

- (a) does not interrupt continuity of the employee's service;
- (b) does not constitute a retrenchment or redundancy of the employee's employment by the transferor; and
- (c) does not entitle the employee to any compensation or other payment or benefit merely because he or she stops being employed by the transferor.

(4) Nothing in this section prevents —

- (a) any of the terms and conditions of employment of an individual transferred to the service of the Board under subsection (1) from being altered by or under any law, award or agreement with effect from any time after the transfer date; and
- (b) an individual transferred to the service of the Board under subsection (1) from resigning from such service any time after the transfer date, in accordance with the terms and conditions of his or her employment then applicable.

(5) To avoid doubt, section 18A of the Employment Act 1968 does not apply to the transfer under this Part of any employee of a transferor to the Board.

General preservation of employment terms, etc.

61.—(1) When an employee of a transferor is transferred to the service of the Board under section 60 (called in this section a transferred employee), the transferred employee's service with the Board must be regarded for all purposes as having been continuous with his or her service with the transferor immediately before the transfer date.

(2) On the transfer date —

- (a) a transferred employee retains all accrued rights as if his or her employment with the Board were a continuation of employment with the transferor;
- (b) the liabilities of the transferor relating to the transferred employee's accrued rights to leave and superannuation become the liabilities of the Board; and
- (c) a reference in the contract of employment that had effect in relation to the transferred employee immediately before the transfer date is taken to be, or includes, a reference to the Board.

(3) Until such time as the Board draws up the terms and conditions of employment for the transferred employee, the Board is to be regarded as employing the transferred employee on the same terms and conditions of his or her employment with the transferor on the eve of the transfer date.

(4) Any term or condition of employment drawn up by the Board relating to the length of service of the transferred employee with the Board must recognise the length of service of that employee with the transferor (including any previous service that is taken to be service with the transferor) to be service with the Board.

(5) For any conduct of the transferred employee when he or she was employed by the transferor which would have rendered that employee liable to be reprimanded, reduced in rank, retired, dismissed or punished by the transferor, the Board may —

- (a) start any disciplinary proceedings against the employee;

- (b) carry on and complete any disciplinary proceedings started by the transferor against that employee if those proceedings are pending on the eve of the transfer date; and
- (c) reprimand, reduce in rank, retire, dismiss or otherwise punish the employee as if the Board were the transferor.

(6) Where on the eve of the transfer date, any matter about the conduct of the transferred employee during his or her employment with the transferor concerned —

- (a) was in the course of being heard or investigated by a committee of that transferor acting under due authority; or
- (b) had been heard or investigated, but no order, ruling or direction had been made, by that committee,

that committee must complete the hearing or investigation and make such order, ruling or direction as it could have made under the authority vested in it before that date, and that order, ruling or direction is to be regarded as an order, ruling or direction of the Board.

(7) The chief executive of each of the transferors is not by operation of this Part transferred to the position of Chief Executive of the Board, unless the Board appoints him or her to that position under section 31.

Transfer of records

62. On the transfer date, the following records become the records of the Board:

- (a) all records of the International Enterprise Singapore Board;
- (b) all records of the Standards, Productivity and Innovation Board, except the records that relate solely or mainly to the fair trading functions.

Confirmation of transfers

63.—(1) If any dispute arises —

- (a) as to whether an asset or a liability, or an employee or a record, is transferred under section 59, 60 or 62; or

- (b) as to whether any, or part of any, contract or document relates to an asset or a liability, or an employee or a record, transferred under section 59, 60 or 62,

the Minister charged with the responsibility for finance may determine the matter and must provide the concerned parties with written notice of that determination.

(2) The determination of the Minister charged with the responsibility for finance under subsection (1) is final and binding on the transferor concerned and the Board.

PART 9

SAVING AND TRANSITIONAL PROVISIONS

64. *[Omitted as having had effect]*

65. *[Omitted as having had effect]*

Saving and transitional provisions

66.—(1) Any approval, incentive, grant, loan, other financial benefit, licence, standard, guideline, notice (or other document) or decision —

(a) given, issued or made —

- (i) by the International Enterprise Singapore Board in the exercise of its functions and powers under the International Enterprise Singapore Board Act (Cap. 143B, 2002 Revised Edition); or
- (ii) by the Standards, Productivity and Innovation Board in the exercise of its functions and powers under the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition); and

(b) valid immediately before the repeal date,

remains valid and is deemed to have been given, issued or made by the Board under this Act, to the extent that it is not inconsistent with this Act.

(2) Any application made —

- (a) to the International Enterprise Singapore Board under the International Enterprise Singapore Board Act (Cap. 143B, 2002 Revised Edition); or
- (b) to the Standards, Productivity and Innovation Board under the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition),

that is pending on the repeal date is deemed to be an application made to the Board under this Act, to the extent that it is not inconsistent with this Act.

(3) Any investigation or proceedings commenced by the Standards, Productivity and Innovation Board, or an officer or inspector of the Standards, Productivity and Innovation Board, under the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition) before the repeal date and pending on that date, may be continued under section 45 or 53, as the case may be.

(4) Every act done or appointment, regulation, order, notification or by-law made, or anything started, before the repeal date —

- (a) by or on behalf of the International Enterprise Singapore Board under any written law (other than the International Enterprise Singapore Board Act (Cap. 143B, 2002 Revised Edition)); or
- (b) by or on behalf of the Standards, Productivity and Innovation Board under any written law (other than the Standards, Productivity and Innovation Board Act (Cap. 303A, 2002 Revised Edition) or the Consumer Protection (Fair Trading) Act 2003),

remains valid after that date and has effect as if it had been done or made by or on behalf of the Board, and may be continued by the Board, under that written law, until such time that the Board invalidates, revokes, cancels or otherwise ceases that act, appointment, regulation, order, notification or by-law.

(5) For a period of 2 years after the date of commencement of any provision of this Act, the Minister may, by regulations, prescribe such

additional provisions of a saving or transitional nature consequent on the enactment of that provision as the Minister may consider necessary or expedient.

(6) In this section, “repeal date” means 2 April 2018.

PART 10

CONSEQUENTIAL AND RELATED AMENDMENTS TO OTHER ACTS

Amendments to Commodity Trading Act

67.—(1) [*Omitted as having had effect*]

(2) *Section 2(1) of the Commodity Trading Act 1992, as amended by the Securities and Futures (Amendment) Act 2017, is amended by deleting the definition of “Board” and substituting the following definition:*

“ “Board” means the Enterprise Singapore Board established by section 3 of the Enterprise Singapore Board Act 2018;”.

68. [*Omitted as having had effect*]

69. [*Omitted as having had effect*]

Amendment to Enterprise Singapore Board Act 2018

70. *Section 39(2) of the Enterprise Singapore Board Act 2018 is amended by deleting paragraph (a) and substituting the following paragraph:*

“(a) the discharge of the functions of the Board in section 5(1)(c) and (d);”.

LEGISLATIVE HISTORY
ENTERPRISE SINGAPORE BOARD
ACT 2018

This Legislative History is a service provided by the Law Revision Commission on a best-efforts basis. It is not part of the Act.

1. Act 10 of 2018 — Enterprise Singapore Board Act 2018

Date of First Reading	:	8 January 2018 (Bill No. 3/2018 published on 8 January 2018)
Date of Second and Third Readings	:	5 February 2018
Date of commencement	:	1 April 2018 (Parts 1 to 8, sections 66, 67(1), 68, 69, 71 to 78)

2. Act 10 of 2018 — Enterprise Singapore Board 2018

Date of First Reading	:	8 January 2018 (Bill No. 3/2018 published on 8 January 2018)
Date of Second and Third Readings	:	5 February 2018
Date of commencement	:	2 April 2018 (Sections 64 and 65)

3. 2020 Revised Edition — Enterprise Singapore Board Act 2018

Operation	:	31 December 2021
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4. G.N. No. S 26/2022 — Variable Capital Companies (Consequential Amendments to Other Acts) Order 2022

Commencement	:	13 January 2022
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Abbreviations

C.P.	Council Paper
G.N. No. S (N.S.)	Government Notification Number Singapore (New Series)
G.N. No.	Government Notification Number
G.N. No. S	Government Notification Number Singapore
G.N. Sp. No. S	Government Notification Special Number Singapore
L.A.	Legislative Assembly
L.N.	Legal Notification (Federal/Malaysian Subsidiary Legislation)
M. Act	Malayan Act/Malaysia Act
M. Ordinance	Malayan Ordinance
Parl.	Parliament
S.S.G.G. (E) No.	Straits Settlements Government Gazette (Extraordinary) Number
S.S.G.G. No.	Straits Settlements Government Gazette Number

COMPARATIVE TABLE
ENTERPRISE SINGAPORE BOARD
ACT 2018

This Act has undergone renumbering in the 2020 Revised Edition. This Comparative Table is provided to help readers locate the corresponding provisions in the last Revised Edition.

2020 Ed.	Act 10 of 2018
1—(1) and (2)	1
<i>[Omitted as having had effect]</i>	64
<i>[Omitted as having had effect]</i>	65
<i>[Omitted as spent]</i>	66—(4)
66—(4)	(5)
(5)	(6)
(6)	(7)
<i>[Omitted as having had effect]</i>	67—(1)
<i>[Omitted as having had effect]</i>	68
<i>[Omitted as having had effect]</i>	69
<i>[Omitted as having had effect]</i>	71
<i>[Omitted as having had effect]</i>	72
<i>[Omitted as having had effect]</i>	73
<i>[Omitted as having had effect]</i>	74
<i>[Omitted as having had effect]</i>	75
<i>[Omitted as having had effect]</i>	76
<i>[Omitted as having had effect]</i>	77
<i>[Omitted as having had effect]</i>	78—(1)
<i>[Omitted as having had effect]</i>	(2)
<i>[Omitted as having had effect]</i>	(3)
<i>[Omitted as having had effect]</i>	(4)
<i>[Omitted as having had effect]</i>	(5)
<i>[Omitted as having had effect]</i>	(6)

2020 Ed.	Act 10 of 2018
<i>[Omitted as having had effect]</i>	(7)
<i>[Omitted as having had effect]</i>	(8)
<i>[Omitted as having had effect]</i>	(9)