

COMPANIES ACT  
(CHAPTER 50, SECTION 411)

COMPANIES REGULATIONS

ARRANGEMENT OF REGULATIONS

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[15th May 1987]

PART I

PRELIMINARY

**Citation**

1. These Regulations may be cited as the Companies Regulations.
2. [*Deleted by S 16/2003 wef 13/01/2003*]

PART II

FORMS

**Forms**

- 3.—(1) Subject to these Regulations, where a provision of the Act or these Regulations is specified in the first column of the First Schedule,

the form set out in the Second Schedule the number of which is specified in the third column of the First Schedule opposite to that provision is prescribed as the form to be used for the purposes of that provision in relation to the matter or thing described in the second column of the First Schedule opposite to that provision.

(2) Strict compliance with the forms contained in the Second Schedule is not necessary, and substantial compliance is sufficient.

(3) *[Deleted by S 16/2003 wef 13/01/2003]*

### **Particulars prescribed by forms**

4. Where a form prescribed by these Regulations requires completion by the insertion of, or the attachment to the form of a document containing particulars or other matters referred to in the form, those particulars or other matters are prescribed as the particulars or other matters required under the provisions of the Act or these Regulations for the purposes for which the form is prescribed.

### **Directions in forms**

5. A form prescribed by these Regulations shall be completed in accordance with such directions as are specified by the Registrar or in the form as so prescribed.

5A. *[Deleted by S 16/2003 wef 13/01/2003]*

## **PART III**

### **GENERAL PROVISIONS RELATING TO FORMS AND OTHER DOCUMENTS**

#### **Publicity requirements**

6.—(1) For the purposes of sections 78B(1)(c) and 78C(1)(c) of the Act, a company meets the publicity requirements if it —

(a) lodges with the Registrar within 8 days beginning with the resolution date —

(i) a notice containing the text of the special resolution for reducing share capital;

- (ii) the resolution date; and
- (iii) the reduction information,

in the format specified by the Registrar; and

(b) pays the prescribed fee.

(2) The company may, in addition to the requirements in paragraph (1), publish a notice containing the reduction information in a daily newspaper circulating generally in Singapore.

(3) Upon payment of the prescribed fee, the Registrar shall as soon as possible make the information referred to in paragraph (1)(a) available for inspection by any person at the office of the Authority, on the electronic transaction system at <http://www.bizfile.gov.sg> or through such other medium or media as the Registrar thinks fit.

*[S 280/2015 wef 15/05/2015]*

(4) The information referred to in paragraph (1)(a) shall remain available for inspection until —

- (a) the special resolution is revoked;
- (b) the special resolution has been cancelled by the Court;
- (c) the company is unable to reduce its share capital by reason of non-compliance with the procedures provided for it by any of the provisions of Division 3A of Part IV of the Act; or
- (d) one month after the reduction of the share capital has taken effect,

as the case may be.

*[S 53/2006 wef 30/01/2006]*

(5) In paragraph (3), “electronic transaction system” means the electronic transaction system established by the Authority under section 28B(1) of the Accounting and Corporate Regulatory Authority Act (Cap. 2A).

*[S 280/2015 wef 15/05/2015]*

### **Verification and certification of documents.**

7.—(1) *[Deleted by S 237/2002 wef 01/07/2002]*

(2) *[Deleted by S 237/2002 wef 01/07/2002]*

(3) *[Deleted by S 237/2002 wef 01/07/2002]*

(4) *[Deleted by S 16/2003 wef 13/01/2003]*

(5) *[Deleted by S 237/2002 wef 01/07/2002]*

(6) *[Deleted by S 16/2003 wef 13/01/2003]*

(7) *[Deleted by S 16/2003 wef 13/01/2003]*

(7A) For the purpose of section 270(1) of the Act, a statement of affairs of a company shall be verified by affidavit in accordance with Form 62A in the Second Schedule sworn or affirmed by the person who submits, or by one of the persons who submits, the statement to the Official Receiver or the liquidator of the company, as the case requires, under section 270(2) of the Act.

*[S 245/97 wef 02/06/1997]*

(7B) For the purpose of section 296(4) of the Act, a statement of affairs of a company shall be verified by affidavit in accordance with Form 62 in the Second Schedule sworn or affirmed by the directors of the company.

*[S 245/97 wef 02/06/1997]*

(8) *[Deleted by S 16/2003 wef 13/01/2003]*

(9) *[Deleted by S 16/2003 wef 13/01/2003]*

(10) *[Deleted by S 16/2003 wef 13/01/2003]*

(11) *[Deleted by S 16/2003 wef 13/01/2003]*

**8.** *[Deleted by S 16/2003 wef 13/01/2003]*

**8A.** *[Deleted by S 16/2003 wef 13/01/2003]*

**9.** *[Deleted by S 237/2002 wef 01/07/2002]*

**10.** *[Deleted by S 16/2003 wef 13/01/2003]*

### **Manner of giving notice to dissenting shareholder and to non-assenting shareholder**

**11.—**(1) The prescribed manner of giving notice under section 215(1) of the Act to a dissenting shareholder is by delivering to the shareholder personally or by sending by post to

the shareholder at the address of the shareholder shown in the books of the transferor company a notice in accordance with Form 57 in the Second Schedule.

(2) The prescribed manner of giving notice under section 215(3) of the Act to a shareholder who has not assented to a scheme or contract is by delivering to the shareholder personally or by sending by post to the shareholder at the address of the shareholder shown in the books of the transferor company a notice in accordance with Form 58 in the Second Schedule.

(3) In this regulation, “transferor company” has the meaning assigned to it in section 215 of the Act.

## PART IV

### AUDIT

#### **Auditors’ remuneration**

**12.** For the purposes of section 206(1A) of the Act, a review of the fees, expenses and emoluments of an auditor of a public company shall be undertaken if the total amount of the fees paid to the auditor for non-audit services in any financial year of the company exceeds 50% of the total amount of the fees paid to the auditor in that financial year.

*[S 137/2004 wef 01/04/2004]*

#### **Prescribed nominal sum under section 205B(3)(fb) of Act**

**13.** For the purposes of section 205B(3)(fb) of the Act, the amount prescribed is \$5,000.

*[S 831/2015 wef 03/01/2016]*

**14. to 25.** *[Deleted by S 16/2003 wef 13/01/2003]*

## PART V

### JUDICIAL MANAGEMENT

**26.** *[Deleted by S 16/2003 wef 13/01/2003]*

**27.** *[Deleted by S 16/2003 wef 13/01/2003]*



28. [*Deleted by S 16/2003 wef 13/01/2003*]

## PETITIONS

### Definition

29. In this Part, “application for a judicial management order” means an application made under section 227B of the Act for an order placing a company under the judicial management of a judicial manager.

*[S 861/2005 wef 01/04/2006]*

### Form of application for judicial management

30.—(1) Every application for a judicial management order shall be made by originating summons in Form 63A in the Second Schedule supported by an affidavit in Form 63B in the Second Schedule.

(2) The supporting affidavit —

(a) shall be deposed to by the person making the application or, if more than one, or, in the case where the application is made by a corporation, by some director, secretary or other principal officer thereof; and

(b) shall be filed together with the application.

*[S 861/2005 wef 01/04/2006]*

### Filing of application for judicial management

31.—(1) An application for a judicial management order shall be filed at the office of the Registrar of the Supreme Court who shall appoint the time and place at which the application is to be heard.

(2) Notice of the time and place appointed for hearing the application shall be indicated on the originating summons and sealed copies thereof, and the Registrar of the Supreme Court may at any time before the application has been advertised, alter the time appointed and fix another time.

*[S 861/2005 wef 01/04/2006]*

**Notice of application for judicial management**

**32.**—(1) Every notice of an application for a judicial management order shall be published in accordance with Form 63C in the Second Schedule, 7 clear days or such longer time as the Court may direct before the hearing, as follows:

- (a) once in the *Gazette* and once at least in one English and one Chinese local daily newspaper or in such other newspapers as the Court may direct;
- (b) the notice shall —
  - (i) state the day on which the application was filed and the name and address of the applicant and of his solicitor; and
  - (ii) contain a note stating that any person who intends to appear at the hearing of the application to oppose the nomination of a judicial manager made by the company, pursuant to section 227B(3)(c) of the Act or the making of a judicial management order pursuant to section 227B(5)(b) of the Act must send notice of such intention to the applicant or to his solicitor, within the time and in the manner prescribed by regulation 33.

(2) A notice of an application for a judicial management order which does not contain the note referred to in paragraph (1)(b)(ii) shall be deemed irregular.

(3) If the applicant for a judicial management order or his solicitor does not, within the time required under paragraph (1) or within such extended time as the Registrar of the Supreme Court may allow, duly publish the notice of the application in the manner required by this regulation, the appointment of the time and place at which the application is to be heard shall be cancelled by the Registrar of the Supreme Court and the application shall be removed from the file unless the Judge or the Registrar of the Supreme Court shall otherwise direct.

(4) The notice of application together with a copy of the application and its supporting affidavit shall be filed with the Registrar in

accordance with the provisions of the Companies (Filing of Documents) Regulations (Rg 7).

*[S 861/2005 wef 01/04/2006]*

### **Service of application for judicial management**

**33.**—(1) Every application for a judicial management order and its supporting affidavit shall, unless filed by the company, be served upon the company within 7 days of the hearing of the application at the registered office of the company, by leaving a copy thereof with any member, officer or employee of the company there, or in case no such member, officer or employee can be found there, then by leaving a copy thereof at such registered office or by serving it on such member or members of the company as the Court may direct.

(2) The affidavit of service of the application may be in accordance with Form 63D in the Second Schedule.

*[S 861/2005 wef 01/04/2006]*

### **Copy of application and supporting affidavit to be furnished to creditor or member**

**34.** Every member or creditor of the company shall be entitled to be furnished by the applicant or his solicitor with a copy of the application for a judicial management order and its supporting affidavit within 48 hours after requesting it, upon payment of \$1 per page or part thereof for such copy.

*[S 861/2005 wef 01/04/2006]*

### **Notice of intention to appear**

**35.**—(1) Every person who intends to appear at the hearing of an application for a judicial management order, being a person referred to in sections 227B(3)(c) and 227B(5)(b) of the Act, shall serve on the applicant or his solicitor notice of his intention.

(2) The notice shall be signed by such person or by his solicitor and shall give the address of the person signing it and shall be served, or if sent by post shall be posted in such time as in the ordinary course of post to reach the address not later than 12 noon of the day previous to the day appointed for the hearing of the application.

(3) The notice may be in accordance with Form 63E in the Second Schedule with such variations as circumstances may require.

(4) A person who has failed to comply with this regulation shall not, without special leave of the Court, be allowed to appear at the hearing of the application.

*[S 861/2005 wef 01/04/2006]*

### **List of persons intending to appear**

**36.**—(1) The applicant or his solicitor shall prepare a list in accordance with Form 63F in the Second Schedule of the names and addresses of the persons who have given notice of their intention to appear at the hearing of the application for a judicial management order and of their respective solicitors.

(2) On the day appointed for hearing the application, a fair copy of the list or, if no notice of intention has been given, a statement to that effect, shall be handed by the applicant or his solicitor to the Court prior to the hearing of the application.

*[S 861/2005 wef 01/04/2006]*

### **Affidavits opposing the nomination and affidavits in reply**

**37.**—(1) Affidavits in opposition to the making of a judicial management order or a nomination of a judicial manager made in an application for a judicial management order shall be filed and a copy thereof served on the applicant or his solicitor at least 7 days before the time appointed for the hearing of the application.

(2) Any affidavit in reply to an affidavit filed in opposition shall be filed within 3 days of the date of the service on the applicant of the affidavit in opposition and a copy thereof served on the party opposing the application for a judicial management order or his solicitor.

*[S 861/2005 wef 01/04/2006]*

### **Attendance on Registrar of Supreme Court**

**38.**—(1) After an application for a judicial management order has been filed, the applicant or his solicitor shall on a day to be appointed

by the Registrar of the Supreme Court attend before the Registrar and satisfy him that —

- (a) the application has been duly published in the *Gazette* and in one English and one Chinese local daily newspaper;
- (b) the supporting affidavit and the affidavit of service, if any, have been duly filed;
- (c) the consent in writing of the approved company auditor nominated by the applicant has been obtained and filed;
- (d) the provisions of these Regulations have been duly complied with; and
- (e) a sum of \$1,000 has been deposited with the Court to cover the fees and expenses to be incurred by the judicial manager.

(2) This deposit shall be refunded to the applicant by the Court on the discharge of the judicial management order.

(3) Where an applicant has not, prior to the hearing of the application for a judicial management order, attended before the Registrar of the Supreme Court at the time appointed and satisfied the Registrar in the manner required by this regulation, no order shall be made on the application of such applicant except an order for the dismissal or adjournment of the application for a judicial management order.

[S 861/2005 wef 01/04/2006]

### **Substitution of any person as applicant**

**39.—**(1) When an applicant is not entitled to make an application for a judicial management order or, whether so entitled or not, where he —

- (a) fails to take all the steps prescribed by these Regulations preliminary to the hearing of the application;
- (b) consents to withdraw his application for a judicial management order or to allow it to be dismissed or the hearing to be adjourned; or
- (c) fails to appear in support of his application for a judicial management order when it is called on in Court on the day

originally fixed for the hearing thereof or on any day to which the hearing has been adjourned or if appearing does not apply for an order in terms of the relief sought in the application,

the Court may, upon such terms as it thinks just, substitute as in his place as applicant any other person who, in the opinion of the Court, would have a right to make the application for a judicial management order and who is desirous of proceeding with the application.

(2) An order to substitute an applicant may, where the original applicant fails to advertise his application for a judicial management order within the time prescribed by or under these Regulations or consents to withdraw his application for a judicial management order, be made by the Registrar of the Supreme Court or the Court at any time before the date fixed for the hearing of the application.

[S 861/2005 wef 01/04/2006]

### **Notice of judicial management order**

**40.**—(1) When an order is made for the placing of a company under the judicial management of a judicial manager, the applicant shall forthwith inform the judicial manager of the making thereof in accordance with Form 63G in the Second Schedule and within 3 days of the pronouncement thereof publish in the *Gazette* and once at least in one English and one Chinese local daily newspaper a notice of the order in accordance with Form 63H in the Second Schedule and lodge the notice together with a copy of the order with the Registrar in accordance with the applicable regulation of the Companies (Filing of Documents) Regulations 2003 (G.N. No. S 17/2003).

[S 16/2003 wef 13/01/2003]

[S 861/2005 wef 01/04/2006]

### **Sending of copy of judicial management order**

(2) Unless otherwise directed by the Court, the copy of the judicial management order required by section 227K of the Act to be sent to the company may be sent either personally or by prepaid letter addressed to the secretary thereof at the registered office of the company.

**Notice at the foot of every judicial management order**

(3) An order to place a company under the judicial management of a judicial manager shall contain at the foot thereof a notice stating that it will be the duty of the persons mentioned in section 227L(2) of the Act to make out the company's statement of affairs and to attend on the judicial manager at such time and place as he may appoint in accordance with Form 63I in the Second Schedule.

*[S 861/2005 wef 01/04/2006]*

**PROOFS****Proof of debt**

**41.** In a judicial management every creditor shall prove his debt, unless the Judge in any particular judicial management shall give directions that any creditors or class of creditors shall be admitted without proof.

**Mode of proof**

**42.** The debt shall be proved in any judicial management by delivering or sending through the post to the judicial manager a declaration verifying the debt.

*[S 314/2001 wef 01/07/2001]*

**Verification of proof**

**43.** A declaration proving a debt may be made by the creditor himself or by some person authorised by or on behalf of the creditor.

*[S 354/2002 wef 01/08/2002]*

**Contents of proofs**

**44.—(1)** A declaration proving a debt shall be in accordance with Form 77 in the Second Schedule.

*[S 354/2002 wef 01/08/2002]*

(2) The judicial manager to whom the proof is sent may at any time call for the production of the vouchers.

**Statement of security**

45. A declaration proving a debt shall state whether the creditor is or is not a secured creditor.

*[S 314/2001 wef 01/07/2001]*

46. *[Deleted by S 314/2001 wef 01/07/2001]*

**Cost of proof**

47. A creditor shall bear the cost of proving his debt unless the Court otherwise orders.

**Discount**

48. A creditor proving his debt shall deduct therefrom all trade discounts, but he shall not be compelled to deduct any discount, not exceeding 5% on the net amount of his claim, which he may have agreed to allow for payment in cash.

**Periodical payments**

49. When any rent or other payment falls due at stated periods, and the judicial management order is made at any time other than one of those periods, the persons entitled to the rent or payment may prove for a proportionate part thereof up to the date of the judicial management order as if the rent or payment grew due from day to day.

**Interest**

50. On any debt or sum, payable at a certain time or otherwise whereon interest is not reserved or agreed for, and which is overdue at the date of the judicial management order, the creditor may prove for interest at a rate not exceeding 6% per annum to that date from the time when the debt or sum was payable, if the debt or sum is payable by virtue of a written instrument at a certain time, and if payable otherwise, then from the time when a demand in writing has been made, giving notice that interest will be claimed from the date of the demand until the time of payment.



**Statement of accounts**

**50A.** A licensed moneylender filing a proof of debt under regulation 41 in respect of a loan made by him shall, within 14 days from the date of filing thereof, file a statement of accounts in the form specified in the First Schedule to the Moneylenders Act (Cap. 188).

*[S 260/2003 wef 01/06/2003]*

**Proof for debt payable at a future time**

**51.** A creditor may prove for a debt not payable at the date of the judicial management order, as if it were payable presently, and may receive dividends equally with the other creditors, deducting only thereout a rebate of interest at the rate of 6% per annum computed from the declaration of a dividend to the time when the debt would have become payable according to the terms on which it was contracted.

**Workmen's wages**

**52.—(1)** In any case in which it appears that there are numerous claims for wages by workmen and others employed by the company, it shall be sufficient if one proof in accordance with Form 77 in the Second Schedule for all such claims is made either by a foreman or by some other person or trade union recognised by the company on behalf of such creditors.

*[S 314/2001 wef 01/07/2001]*

(2) Such proof shall have annexed thereto as forming part thereof, a schedule setting forth the names and addresses of workmen and others, and the amounts severally due to them.

(3) Any proof made in compliance with this regulation shall have the same effect as if separate proofs had been made by each of the said workmen and others.

**Production of bills of exchange and promissory notes**

**53.** Where a creditor seeks to prove in respect of a bill of exchange, promissory note or other negotiable instrument or security on which the company is liable, such bill of exchange, promissory note,

instrument or security must, subject to any special order of the Court made to the contrary, be produced to the judicial manager and be marked by him before the proof can be admitted either for voting or for any purpose.

## MEETINGS OF CREDITORS IN RELATION TO A JUDICIAL MANAGEMENT

### **Creditors' meeting under section 227N(1)**

**54.** The meeting of creditors under section 227N(1) of the Act (referred to in these Regulation as the first meeting of creditors) shall be held within 60 days after the date of the judicial management order or within such further time as the Court may approve.

### **Notice of first meetings**

**55.** The judicial manager shall give notice of the date fixed by him for the first meeting of creditors by advertisement in the *Gazette* and in one English and one Chinese local daily newspaper.

### **Summoning of first meetings**

**56.** The first meetings of creditors shall be summoned as hereinafter provided.

### **Form of notice of first meetings**

**57.** The notice of first meeting of creditors shall be in accordance with Form 63L in the Second Schedule and the notices to creditors shall state a time within which the creditors must lodge their proofs in order to entitle them to vote at the first meeting.

### **Notice of first meeting to officers of company**

**58.—(1)** The judicial manager shall also give to each of the directors and other officers of the company who in his opinion ought to attend the first meeting of creditors 7 days' notice in accordance with Form 63M in the Second Schedule of the time and place appointed for each meeting, such notice to be delivered personally or sent by prepaid post, as may be convenient.

(2) It shall be the duty of every officer who receives notice of such meeting to attend if so required by the judicial manager, and if any such director or officer fails to attend the judicial manager shall report such failure to the Court.

### **Summary of statement of affairs**

**59.**—(1) The judicial manager shall also, as soon as practicable, send to each creditor mentioned in the company's statement of affairs a summary of the company's statement of affairs including the causes of its inability to pay its debts and any observations thereon which the judicial manager may think fit to make.

(2) The proceedings at a meeting shall not be invalidated by reason of any summary or notice required by these Regulations not having been sent or received before the meeting.

### **Judicial manager's meetings of creditors**

**60.**—(1) In addition to the first meeting of creditors, the judicial manager in any judicial management may himself from time to time subject to the provisions of the Act and the control of the Court summon, hold and conduct meetings of the creditors (referred to in these Regulations as judicial manager's meetings of creditors) for the purpose of ascertaining their wishes in all matters relating to the judicial management.

(2) The notice calling for such meetings shall be in accordance with Form 63N in the Second Schedule.

### **Application of regulations as to meetings**

**61.** Except where and so far as the nature of the subject-matter or the context may otherwise require, the regulations relating to meetings hereinafter set out shall apply to the first meeting and the judicial manager's meetings of creditors, but so that those regulations shall take effect subject and without prejudice to any express provisions of the Act.

**Summoning of meetings of creditors**

**62.**—(1) The judicial manager shall summon all meetings of creditors by giving not less than 7 days' notice of the time and place thereof in the *Gazette* and shall, not less than 7 days before the day appointed for the meeting, send by post to every person appearing by the company's books to be a creditor of the company, a notice of the meeting of creditors.

(2) The notice to each creditor shall be sent to the address given in his proof, or, if he has not proved, to the address given in the statement of affairs of the company, or to such other address as may be known to the person summoning the meeting.

**Proof of notice**

**63.** An affidavit in accordance with Form 63O in the Second Schedule by the judicial manager or his solicitor or the agent of either of such persons, that the notice of any meeting has been duly posted, shall be sufficient evidence of such notice having been duly sent to the person to whom the notice was addressed.

**Place of meetings**

**64.** Every meeting shall be held at such place as is in the opinion of the person convening the meeting most convenient for the majority in number of value of the creditors.

**Costs of calling meeting**

**65.**—(1) The costs of summoning a meeting of creditors at the instance of any person other than the judicial manager shall be paid by the person at whose instance it is summoned who shall before the meeting is summoned deposit with the judicial manager such sum as may be required by the judicial manager as security for the payment of such costs.

(2) The costs of summoning such meetings of creditors including all disbursements for printing, stationery, postage and the hire of room, shall be calculated at the following rate for each creditor to whom notice is required to be sent:

(a) \$5 per creditor for the first 50 creditors,

(b) \$3 per creditor for the next 50 creditors, and

(c) \$2 per creditor for any number of creditors after the first 100.

(3) The said costs shall be repaid out of the assets of the company if the Court shall by order, or if the creditors shall by resolution, so direct.

### **Chairman of meeting**

66.—(1) Where a meeting is summoned by the judicial manager, he, or a person nominated by him, shall be chairman of the meeting.

(2) At every other meeting of creditors, the chairman shall be such person as the meeting shall by resolution appoint.

### **Ordinary resolution of creditors**

67. At a meeting of creditors, a resolution shall be deemed to be passed when a majority in number and value of the creditors present, personally or by proxy, and voting on the resolution, have voted in favour of the resolution.

68. *[Deleted by S 16/2003 wef 13/01/2003]*

### **Non-reception of notice by a creditor**

69. Where a meeting of creditors is summoned by notice, the proceedings and resolutions at the meeting shall, unless the Court otherwise orders, be valid, notwithstanding that some creditors may not have received the notice sent to them.

### **Adjournment**

70. The chairman may with the consent of the meeting adjourn it from time to time and from place to place, and then shall issue a memorandum in accordance with Form 63P in the Second Schedule but the adjourned meeting shall be held at the same place as the original place of meeting unless in the resolution for adjournment another place is specified or unless the Court otherwise orders.

**Quorum**

**71.**—(1) A creditors' meeting may not act for any purpose except the election of a chairman, the proving of debts and the adjournment of the meeting unless there are present or represented thereat at least 3 creditors entitled to vote or all the creditors entitled to vote if the number of the creditors entitled to vote does not exceed 3.

(2) If within half an hour from the time appointed for the meeting a quorum of creditors is not present or represented, the meeting shall be adjourned to the same day in the following week at the same time and place or to such other day as the chairman may appoint, not being less than 7 nor more than 21 days from the day from which the meeting was adjourned.

(3) If within half an hour from the time appointed for the adjourned meeting a quorum of creditors is not present or represented, the adjourned meeting shall not be further adjourned.

**Creditors entitled to vote**

**72.** In the case of a first meeting of creditors or of an adjournment thereof, a person shall not be entitled to vote as a creditor unless he has duly lodged with the judicial manager not later than the time mentioned for that purpose in the notice convening the meeting or adjourned meeting a proof of the debt which he claims to be due to him from the company.

**Cases in which creditors may not vote**

**73.** A creditor shall not vote in respect of any unliquidated or contingent debt, or any debt the value of which is not ascertained, nor shall a creditor vote in respect of any debt on or secured by a current bill of exchange or promissory note held by him unless he is willing to treat the liability to him thereon of every person who is liable thereon antecedently to the company, and against whom a receiving order in bankruptcy has not been made, as a security in his hands, and to estimate the value thereof, and for the purposes of voting to deduct it from his proof.

**Votes of secured creditors**

**74.** For the purpose of voting, a secured creditor shall, unless he surrenders his security, state in his proof the particulars of his security, the date when it was given, and the value at which he assesses it, and shall be entitled to vote only in respect of the balance (if any) due to him after deducting the value of his security. If he votes in respect of his whole debt he shall be deemed to have surrendered his security, unless the Court on application is satisfied that the omission to value the security has arisen from inadvertence.

**Admission and rejection of proofs for purpose of voting**

**75.** The chairman shall have power to admit or reject a proof for the purpose of voting, but his decision shall be subject to appeal to the Court. If he is in doubt whether a proof shall be admitted or rejected, he shall mark it as objected to and allow the creditor to vote subject to the vote being declared invalid in the event of the objection being sustained.

**Statement of security**

**76.** For the purpose of voting at any meeting in a judicial management, a secured creditor shall lodge with the judicial manager before the meeting a statement giving the particulars of his security, the date when it was given and the value at which he assesses it.

**Minutes of meeting**

**77.—(1)** The chairman shall cause minutes of the proceedings at the meeting to be drawn up and fairly entered in a book kept for that purpose and the minutes shall be signed by him or by the chairman of the next ensuing meeting.

**(2)** A list of creditors present at every meeting shall be made and kept in accordance with Form 63R in the Second Schedule.

## ADMISSION AND REJECTION OF PROOFS AND APPEAL TO THE COURT

### **Notice to creditors to prove**

**78.** For the purposes of section 227N of the Act, the judicial manager in any judicial management shall from time to time fix a day (which shall not be less than 14 days from the date of the notice) on or before which the creditors of the company are to prove their debts or claims, and the judicial manager shall give notice of the day so fixed in the *Gazette* in accordance with Form 63S in the Second Schedule and in one English and one Chinese local daily newspaper and also notice in writing of such day in accordance with Form 63T or 63U in the Second Schedule to every person who to the knowledge of the judicial manager claims to be a creditor of the company and whose claim has not been admitted or to every person mentioned in the statement of affairs as a creditor who has not proved his debt.

### **Examination of proof**

**79.** The judicial manager shall examine every proof of debt lodged with him and the grounds of the debt, and shall in writing admit or reject it, in whole or in part, or require further evidence in support of it. If he rejects a proof he shall state in writing in accordance with Form 63V in the Second Schedule to the creditor the grounds of the rejection.

### **Appeal by creditor**

**80.** If a creditor is dissatisfied with the decision of the judicial manager in respect of a proof, the Court may, on the application of the creditor, reverse or vary the decision; but subject to the power of the Court to extend the time, no application to reverse or vary the decision of the judicial manager in a judicial management by the Court rejecting a proof sent to him by a creditor, or person claiming to be a creditor, shall be entertained, unless notice of the application is given before the expiration of 21 days from the date of the service of the notice of rejection.



**Expunging at instance of judicial manager**

**81.** If the judicial manager thinks that a proof has been improperly admitted, the Court may, on the application of the judicial manager, after notice to the creditor who made the proof, expunge the proof or reduce its amount.

**Expunging at instance of creditor**

**82.** The Court may also expunge or reduce a proof upon the application of a creditor if the judicial manager declines to interfere in the matter.

**Oaths**

**83.** For the purpose of any of his duties in relation to proofs, the judicial manager may administer oaths and take affidavits.

**Procedure where creditor appeals**

**84.** The judicial manager shall, within 3 days after receiving notice from a creditor of his intention to appeal against a decision rejecting a proof, file such proof with the Court, with a memorandum thereon of his disallowance thereof.

**Costs of appeal against rejection**

**85.** The judicial manager shall in no case be personally liable for costs in relation to an appeal from his decision rejecting any proof wholly or in part.

**COMMITTEE OF CREDITORS****Constitution, meetings, etc., of committee of creditors**

**86.—(1)(a)** The creditors at the meeting summoned under section 227M of the Act may appoint a committee of creditors under section 227O of the Act, consisting of not less than 5 persons and not more than 7 persons —

- (i) one of whom shall be an employee of the company (other than a director or former director) to represent employees of the company but in a case where the employees belong to a trade union, the trade union

may, pursuant to section 227S of the Act, represent employees of the company; and

- (ii) one of whom shall be a shareholder of the company to represent the shareholders.
- (b) Such employee or shareholder representative shall be entitled to attend all meetings of the committee but shall not be entitled to vote as a member of the committee.
- (c) At its meeting summoned under section 227M of the Act, the committee shall —
- (i) elect a chairman, who is entitled to vote, from its members; and
  - (ii) decide upon a quorum.
- (d) At meetings of the committee, all questions shall be decided by a resolution in writing signed by a majority in number of the members entitled to vote.
- (e) Any vacancy in the committee shall be filled at the discretion of the committee.
- (f) The committee shall hold a meeting at least once every 14 days unless it resolves otherwise.

(2) The committee of creditors may require the judicial manager to appear before it and furnish such information relating to the carrying out by him of his functions as it may reasonably require and wherever practicable the judicial manager shall inform the committee of any important action which he proposes to take.

(3) If the committee of creditors is dissatisfied with the extent or the nature of information being furnished to it by the judicial manager, it may make representations to the Court and the Court, if satisfied that the representations are well founded, may give such directions to the judicial manager as it considers appropriate.

## PART VI

## MISCELLANEOUS

**Prescribed particulars under section 83(2)(c) of Act**

**87.** For the purpose of section 83(2)(c) of the Act, where there is a change in the percentage level of the interest or interests of a substantial shareholder in a company in voting shares in the company, he shall give notice in writing to the company stating —

- (a) the change in the percentage level; and
- (b) whether the change in that percentage level is the result of —
  - (i) a transaction; or
  - (ii) a series of transactions.

*[S 236/2003 wef 15/05/2003]*

**Official Receiver's or liquidator's report in relation to unfitness of directors of insolvent companies**

**88.** For the purposes of section 149(3) of the Act, the report to be made by the Official Receiver or liquidator shall be in accordance with Form 48C in the Second Schedule.

**Requirement of secretary**

**89.** For the purposes of section 171(1AA)(b) of the Act, the requirements relating to experience, professional and academic requirements and membership of professional associations that a secretary of a public company must satisfy are any of the following:

- (a) the person has, for at least 3 years in the period of 5 years immediately preceding his appointment as secretary, held the office of secretary of any company;
- (b) the person is a qualified person under the Legal Profession Act (Cap. 161);
- (c) the person is a public accountant;
- (d) the person is a member of the Institute of Singapore Chartered Accountants;

- (e) the person is a member of the Chartered Secretaries Institute of Singapore;

[S 327/2016 wef 08/02/2016]

- (f) the person is a member of the Association of International Accountants (Singapore Branch);

- (g) the person is a member of the Institute of Company Accountants, Singapore.

[S 379/2015 wef 01/07/2015]

### **Prescribed class of companies under section 175(2)(b) of Act**

**89AA.** The class of companies prescribed for the purposes of section 175(2)(b) of the Act is the class of companies that meets all of the following conditions:

- (a) each company is an exempt private company;
- (b) each company is able to meet its liabilities as and when they fall due;
- (c) each company lodges its latest full set of financial statements together with its annual return in respect of the calendar year with the Registrar in eXtensible Business Reporting Language.

[S 831/2015 wef 03/01/2016]

### **Prescribed class of companies under section 201(4)(b) of Act**

**89AB.** The class of companies prescribed for the purposes of section 201(4)(b) of the Act is the class of companies that meets all of the following conditions:

- (a) each company is an exempt private company;
- (b) each company is able to meet its liabilities as and when they fall due;
- (c) each company lodges its latest full set of financial statements together with its annual return in respect of the calendar year with the Registrar in eXtensible Business Reporting Language.

[S 831/2015 wef 03/01/2016]

**Public interest company**

**89A.**—(1) For the purposes of section 205AA(4) of the Act, “public interest company” means —

- (a) a company which is listed or in the process of issuing its debt or equity instruments for trading on a securities exchange outside Singapore;
- (b) a company which is a relevant financial institution; or
- (c) a company —
  - (i) which is a charitable company or an institution of a public character within the meaning of the Charities Act (Cap. 37); and
  - (ii) which gross annual receipts in each of the immediately preceding 2 financial years is not less than \$10 million.

(2) In paragraph (1)(b), “relevant financial institution” means —

- (a) a bank licensed under the Banking Act (Cap. 19);
- (b) a finance company licensed under the Finance Companies Act (Cap. 108);
- (c) a holder of a financial adviser’s licence granted under the Financial Advisers Act (Cap. 110);
- (d) an insurance broker registered under the Insurance Act (Cap. 142);
- (e) an insurer licensed under the Insurance Act;
- (f) a financial institution approved under section 28 of the Monetary Authority of Singapore Act (Cap. 186);
- (g) a holder of a remittance licence under the Money-changing and Remittance Businesses Act (Cap. 187);
- (h) an operator of a designated payment system, as designated under section 7 of the Payment Systems (Oversight) Act (Cap. 222A);
- (i) an approved holder of a widely accepted stored value facility within the meaning of section 2(1) of the Payment Systems (Oversight) Act;

- (j) a licensed trade repository within the meaning of section 2(1) of the Securities and Futures Act (Cap. 289);
- (k) a corporation approved as an approved exchange under section 8(1) of the Securities and Futures Act;
- (l) a corporation that is recognised as a recognised market operator under section 8(2) of the Securities and Futures Act;
- (m) a corporation approved as an approved clearing house under section 51(1)(a) of the Securities and Futures Act;
- (n) a corporation that is recognised as a recognised clearing house under section 51(1)(b) or (2) of the Securities and Futures Act;
- (o) a corporation approved as an approved holding company under section 81W of the Securities and Futures Act;
- (p) a holder of a capital markets services licence granted under section 86 of the Securities and Futures Act;
- (q) a public company approved to act as a trustee for collective investment schemes under section 289 of the Securities and Futures Act;
- (r) a Registered Fund Management Company within the meaning of regulation 2 of the Securities and Futures (Licensing and Conduct of Business) Regulations (Cap. 289, Rg 10); or
- (s) a licensed trust company within the meaning of section 2 of the Trust Companies Act (Cap. 336).

[S 379/2015 wef 01/07/2015]

### **Prescribed circumstances on whether company is carrying on business**

**89B.** For the purposes of section 344(1A) of the Act, the circumstances to which the Registrar may have regard in determining whether there is reasonable ground to believe that a company is not carrying on business are the following:

- (a) the fact that the company has failed to file its annual return as required under section 197 of the Act;

- (b) the fact that the company has failed to respond to any correspondence sent by the Registrar by registered post, where a response is required;
- (c) the fact that mail sent by the Registrar to the registered office of the company is returned undelivered;
- (d) the fact that credible information has been received by the Registrar indicating that the company is not carrying on business;
- (e) the fact that none of the locally resident directors of the company could be contacted or located by the Registrar after the Registrar had taken reasonable efforts to do so;
- (f) the fact that the sole director or the last remaining director of the company, shown in the register of directors kept under section 173 of the Act, is dead or is disqualified from acting as a director under the Act.

*[S 379/2015 wef 01/07/2015]*

### **Safeguards for use of electronic communications**

**89C.** The use of electronic communications under section 387C of the Act is subject to the following safeguards:

- (a) before giving, sending or serving any notice or document by way of electronic communications to a member who is deemed to have consented under section 387C(3) of the Act, the company must have given separate notice to the member in writing on at least one occasion that —
  - (i) the member may elect whether to receive notices and documents by way of electronic communications or as a physical copy;
  - (ii) if the member does not make an election, notices and documents will be given, sent or served to the member by way of electronic communications;
  - (iii) the manner in which electronic communications will be used is the manner specified in the company's constitution;

- (iv) the member may make a fresh election at any time to receive notices or documents by way of electronic communications or as a physical copy; and
  - (v) the member's election to receive notices or documents by way of electronic communications or as a physical copy that is conveyed to the company last in time prevails over all previous elections as the member's valid and subsisting election in relation to all documents and notices to be given, sent or served to the member until the member makes a fresh election;
- (b) where a member is deemed to have consented to receive notices or documents by way of electronic communications under section 387C(3) of the Act or where a member has made an election under paragraph (a)(i) or (iv) —
- (i) the company must allow the member to make a fresh election at any time to receive notices or documents by way of electronic communications or as a physical copy; and
  - (ii) a member's election to receive notices or documents by way of electronic communications or as a physical copy that is conveyed to the company last in time prevails over all previous elections as the member's valid and subsisting election in relation to all documents and notices to be given or served to the member;
- (c) where a company gives, sends or serves any notice or document to a member by way of electronic communications by publishing the notice or document on the company's website, the company must give separate notice to the member (using such means as may be specified in the company's constitution) of the publication and the manner in which the notice or document may be accessed.

[S 831/2015 wef 03/01/2016]



**Excluded notices and documents**

**89D.** The following notices and documents are excluded from the application of section 387C of the Act:

- (a) any notice or document relating to any take-over offer of the company;
- (b) any notice or document relating to any rights issue by the company.

*[S 831/2015 wef 03/01/2016]*

**PART VII****REVOCATION****Revocation**

**90.—**(1) The Companies Regulations 1984 are revoked.

(2) Paragraph (1) shall not —

- (a) affect the operation, before 15th May 1987, of any of the regulations so revoked;
- (b) alter the past or future effect of the doing, suffering or omission of anything before that date;
- (c) affect any licence, transfer of licence, entry, certificate, transfer of certificate, approval, cancellation of licence, or certificate, decision, statement or return made, granted, issued or given under any of the regulations so revoked;
- (d) affect any estate, right title, interest, privilege, power, duty, obligation, liability, charge, or penalty created, acquired, accrued, exercisable, incurred, or imposed under, or liable to be imposed under, any of the regulations so revoked;
- (e) affect any notice, order or direction, or any proceeding, matter or thing presented, made, held, given, published, declared or done under any of the regulations so revoked; or
- (f) affect any legal or other proceeding commenced before or after that date in respect of any of the matters or things mentioned in sub-paragraphs (a) to (e).

(3) All matters and things mentioned in paragraph (2) to the extent that they were respectively in force immediately before 15th May 1987 are preserved and continued, and declared to be of the same force and effect as if these Regulations had been in force when they were respectively done, suffered, omitted, made, granted, issued, created, acquired, incurred, imposed, presented, held, given, published, declared or accrued, or become exercisable, or liable to be imposed, and they respectively had been done, suffered, omitted, made, granted, issued, created, acquired, incurred, imposed, presented, held, given, published, declared, or had accrued, or become exercisable, or liable to be imposed, under these Regulations.

[S 214/84]

## FIRST SCHEDULE

Regulation 3		
<i>First column</i>	<i>Second column</i>	<i>Third column</i>
Section No.	Description of Form	For Lodgment on paper Form No.
8A(1)(b)	Authorisation under section 8A (1) (b)	1
8A(1)(b)	Statement to be made by a person authorised to make Inspection	2
[Deleted by S 270/2004 wef 01/04/2004]		
86	Notice to Non-resident who has Interest in Voting Shares of Company	29B
146 (1) and 173C(a)	Consent to act as Director and Statement of Non- Disqualification to act as Director	45
146 (1) and 173C(a)	Consent to act as Director and Statement of Non- Disqualification to act as Director with Leave of Court	45A

FIRST SCHEDULE — *continued*

		and/or written permission of the Official Assignee	
171 (1B) and 173C(b)		Consent to act as Secretary	45B
155 (7)		Certificate of the Registrar of Companies that within a period of 5 years a person has been Adjudged Guilty of 3 or more offences or he has had made against him 3 or more Orders under section 13 or 399 in relation to the requirements of the Act	48B
149 (3) and Regulation 88		Report on Conduct of Director of Insolvent Company	48C
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FIRST SCHEDULE — *continued*

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FIRST SCHEDULE — *continued*

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[S 16/2003 wef 13/01/2003]

[S 861/2005 wef 01/04/2006]

[S 831/2015 wef 03/01/2016]

## SECOND SCHEDULE

*Regulation 3*

THE COMPANIES ACT (CHAPTER 50)  AUTHORISATION UNDER SECTION 8A(1)(b)	FORM  <b>1</b>
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SECOND SCHEDULE — continued

Folio No

I, ....., Minister for ....., in exercise of the powers conferred by section 8A(1)(b) of the Companies Act, do hereby authorise ..... to inspect ..... being books relating to the affairs of .....

(name of corporation and company/foreign company number)

Dated this ..... day of ..... 19 .....

..... Minister for

THE COMPANIES ACT (CHAPTER 50) SECTION 8A(1)(b) STATEMENT TO BE MADE BY A PERSON AUTHORISED TO MAKE INSPECTION

FORM 2

Folio No

I, ....., of ..... NRIC No. ...., state as follows:

1 I have the authority to require .....

(name of corporation and company/foreign company number)

to produce to me the books specified in paragraph 2 herein. The evidence of any authority is:

SECOND SCHEDULE — continued

2 The books relating to the affairs of the abovementioned corporation which I need to inspect are specified below:

Declared at ..... this ..... day of ..... 19.....  
.....

Form 3 to 4A — Deleted by S 270/2004, wef 01/04/2004.

Form 5 to 29A — Deleted by S 16/2003, wef 13/01/2003.

THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 86  
  
NOTICE TO NON-RESIDENT WHO HAS INTEREST IN  
VOTING SHARES OF COMPANY

FORM  
**29B**

Folio No

Name of Company:

Company No:

To: Name of Non-Resident: \_\_\_\_\_

Address of Non-Resident: \_\_\_\_\_

I, \_\_\_\_\_ of \_\_\_\_\_  
\_\_\_\_\_ \*NRIC/Passport No. \_\_\_\_\_

\_\_\_\_\_ hereby give notice, pursuant to the provisions of section 86 of the Companies Act, of the requirements of Division 4 of Part IV of the Act, which are as follows:

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_\_.

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

SECOND SCHEDULE — *continued*

Address: \_\_\_\_\_

\_\_\_\_\_

\* Delete where inapplicable.

*Form 29C to 30 — Deleted by S 16/2003, wef 13/01/2003.**Form 30A to 32— Deleted by S 237/2002, wef 01/07/2002.**Form 33 to 44A — Deleted by S 16/2003, wef 13/01/2003.*

<p>THE COMPANIES ACT (CHAPTER 50) SECTION 173C(a)</p> <p>CONSENT TO ACT AS DIRECTOR AND STATEMENT OF NON DISQUALIFICATION TO ACT AS DIRECTOR</p>
--

FORM

45

**Name of Company:****Company No:**

I, the undermentioned person, hereby consent to act as a director of the abovenamed company with effect from ..... (date) and declare that:

(a) I am not disqualified from acting as a director, in that:

- (i) I am not below 18 years of age and that I am otherwise of full legal capacity.
- (ii) Within a period of 3 years preceding the date of this statement I have not had any disqualification order made by the High Court of Singapore against me under section 149A(1) of the Companies Act (“the Act”).
- (iii) Within a period of 5 years preceding the date of this statement I have not had any disqualification order made by the High Court of Singapore against me under section 149(1) or 154(2) of the Act.
- \*(iv) That within a period of 5 years preceding 12th November 1993 I have not been convicted whether within or without Singapore, of any offence —



SECOND SCHEDULE — *continued*

- (A) in connection with the promotion, formation or management of a corporation;
  - (B) involving fraud or dishonesty punishable on conviction with imprisonment for 3 months or more; or
  - (C) under section 157 (failure to act honestly and diligently as a director or making improper use of company information for gain) or under section 339 (failure to keep proper company accounts books) of the Act.
- \* (v) That within a period of 5 years preceding the date of this statement I have not been convicted, in Singapore or elsewhere, of any offence involving fraud or dishonesty punishable on conviction with imprisonment for 3 months or more.
- (vi) That —
- (A) I have not been convicted of 3 or more offences under the Act in relation to the requirements on the filing of returns, accounts or other documents with the Registrar of Companies and have not had 3 or more orders of the High Court of Singapore made against me under section 13 or 399 of the Act in relation to such requirements;
  - (B) the last of any such conviction did not take place or the last of any such order was not made during the period of 5 years preceding the date of this statement; and
  - (C) I am not an undischarged bankrupt under section 148(1) of the Act.
- (vii) By virtue of the foregoing I am not disqualified from acting as a director of the abovenamed company.
- (b) I am aware of and undertake to abide by my duties, responsibilities and liabilities specified in the Act as well as under the common law where applicable, including the following key administrative and substantive duties, that is, to:
- (i) discharge my responsibilities in the company;
  - (ii) ensure that I have a reasonable degree of skill and knowledge to handle the affairs of the company;
  - (iii) act honestly and be reasonably diligent in discharging my duties and act in the interest of the company without putting myself in a position of conflict of interest;
  - (iv) employ the powers and assets that I am entrusted with for the proper purposes of the company and not for any collateral purpose;
  - (v) ensure that the company and I comply with all the requirements and obligations under the Act including those in respect of meetings,

SECOND SCHEDULE — continued

requisitions, resolutions, accounts, reports, statements, records and other documents on the company, filing and notices and any other prerequisites; and

(vi) account to the shareholders for my conduct of the affairs of the company and make such disclosures that are incumbent upon me under the Act.

(c) That —

\*(i) I have read and understood the above statements; or

\*(ii) the above statements were interpreted to me in

.....

(state language/dialect)

by.....

(state name)

NRIC NO: .....

before I executed this form and I confirm that the statements are true. I am also aware that I can be prosecuted in Court if I willfully give any information on this form which is false.

Name: .....

Address: .....

\*NRIC/Passport No: ..... Nationality: .....

Signature: .....

Dated this ..... day of ....., .....

\* Delete where inapplicable.

[S 2/96 wef 01/02/1996]

[S 16/2003 wef 13/01/2003]

[S 137/2004 wef 01/04/2004]

[S 90/2009 wef 01/03/2009]

[S 831/2015 wef 03/01/2016]

THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 173C(a)

FORM  
45A

SECOND SCHEDULE — *continued*

CONSENT TO ACT AS DIRECTOR AND STATEMENT OF NON DISQUALIFICATION TO ACT AS DIRECTOR WITH LEAVE OF COURT OR/AND WRITTEN CONSENT OF OFFICIAL ASSIGNEE	
--	--

**Name of Company:****Company No:**

I, the undermentioned person, hereby consent to act as a director of the abovenamed company with effect from ..... (date) and declare that:

(I) (a) I am not below 18 years of age and that I am otherwise of full legal capacity.

[For Directors Acting with Leave Court, please complete items (b) to (d).]

\*(b) I have been granted leave by the High Court to be a director of the abovenamed company.

\*(c) The Order of Court granting me leave was made on ..... (date).

\*(d) The Court Reference No of the matter is .....

[For Directors Acting with written permission of Official Assignee, please complete items (e) and (f).]

(e) I have been granted written permission by the Official Assignee.

(f) The written permission was granted by the Official Assignee on .....  
... (dd/mm/yyyy) and includes the following conditions:

(i) I will not incur personal debts and/liability in the course of managing the company, including being a guarantor for loans granted by the company.

(ii) I will submit to the Official Assignee a yearly audited Statement of Accounts of the company.

(iii) I shall only sign cheques on behalf of the company together with a director of the company.

(iv) In the event that the company is seeking to be listed on any securities/stock exchange, I must inform the Official Assignee of the same.

(II) I am aware of and undertake to abide by my duties, responsibilities and liabilities specified in the Companies Act (“the Act”) as well as under common law where applicable, including the following key administrative and substantive duties, that is, to:

(a) discharge my responsibilities in the company;

SECOND SCHEDULE — continued

- (b) ensure that I have a reasonable degree of skill and knowledge to handle the affairs of the company;
- (c) act honestly and be reasonably diligent in discharging my duties and act in the interest of the company without putting myself in a position of conflict of interest;
- (d) employ the powers and assets that I am entrusted with for the proper purposes of the company and not for any collateral purposes;
- (e) ensure that the company and I comply with all the requirements and obligations under the Act including those in respect of meetings, requisitions, resolutions, accounts, reports, statements, records and other documents on the company, filing and notices and any other prerequisites; and
- (f) account to the shareholders for my conduct of the affairs of the company and make such disclosures that are incumbent upon me under the Act.

(III) By virtue of the foregoing I am not disqualified from acting as a director of the abovenamed company and that —

\*(a) I have read and understood the above statements; or

\*(b) the above statements were interpreted to me in

.....

(state language/dialect)

by .....

(state name)

NRIC No: .....

before I executed this form and I confirm that the statements are true. I am also aware that I can be prosecuted in Court if I willfully give any information on this form which is false.

Name:.....

Address:.....

\*NRIC/Passport No: .....

Nationality: .....

Signature: .....

Dated this ..... day of ....., .....

SECOND SCHEDULE — *continued*

\* Delete where inapplicable.

*[S 2/96 wef 01/02/1996]**[S 16/2003 wef 13/01/2003]**[S 137/2004 wef 01/04/2004]**[S 90/2009 wef 01/03/2009]**[S 831/2015 wef 03/01/2016]*

<p>THE COMPANIES ACT (CHAPTER 50) SECTION 173C(b)</p> <p><b>CONSENT TO ACT AS SECRETARY</b></p>	<p>FORM</p> <p><b>45B</b></p>
---	-------------------------------

Name of company:

Company No:

1. I, the undermentioned person, hereby consent to act as a secretary of the abovenamed company with effect from ..... (date)

†2. I am a qualified person under section 171 (1AA) of the Companies Act by virtue of my being —

\*(i) a secretary of a company for at least 3 years of the 5 years immediately preceding the abovementioned date of my appointment as secretary of the abovenamed company.

\*(ii) a qualified person under the Legal Profession Act (Cap. 161).

\*(iii) a public accountant.

\*(iii*a*) a member of the Institute of Singapore Chartered Accountants (formerly known as the Institute of Certified Public Accountants of Singapore).

\*(iv) a member of the Chartered Secretaries Institute of Singapore.

\*(v) a member of the Association of International Accountants (Singapore Branch).

\*(vi) a member of The Institute of Company Accountants, Singapore.

Name .....

Address .....

\*NRIC/Passport No: ..... Nationality .....

SECOND SCHEDULE — continued

Signature .....

Dated this ..... day of .....

† To be completed by secretaries of public companies only or by secretaries of private companies appointed under section 171(1AB) of the Act.

\* Delete where inapplicable.

[S 327/2016 wef 08/02/2016]

[S 16/2003 wef 13/01/2003]

[S 236/2003 wef 01/05/2003]

[S 255/2008 wef 15/05/2008]

[S 398/2013 wef 02/07/2013]

[S 831/2015 wef 03/01/2016]

Form 46 to 48 — Deleted by S 16/2003, wef 13/01/2003.

THE COMPANIES ACT  
 (CHAPTER 50)  
 SECTION 155(7)  
  
**CERTIFICATE OF THE REGISTRAR OF COMPANIES  
 THAT  
 WITHIN A PERIOD OF 5 YEARS A PERSON HAS BEEN  
 ADJUDGED GUILTY OF 3 OR MORE OFFENCES OR HAS  
 HAD MADE AGAINST HIM 3 OR MORE ORDERS UNDER  
 SECTION 13 OR 399 IN RELATION TO THE  
 REQUIREMENTS OF THE ACT**

**FORM  
 48B**

Name of Person: .....

\*NRIC/Passport No of Person: .....

This is to certify that within a period of 5 years the abovenamed person has \*been adjudged guilty of 3 or more offences/had made against him 3 or more orders under section 13 or 399 in relation to the relevant requirements of the Companies Act.

The \*offences/orders are as follows:

+ Name of Company:

Company No:

Position of abovenamed person in company:

SECOND SCHEDULE — *continued*

Nature of \*offence/order:

Court:

Date of \*Conviction/Order:

φSentence:

The \*offences/orders are as follows:

+ Name of Company:

Company No:

Position of abovenamed person in company:

Nature of \*offence/order:

Court:

Date of \*Conviction/Order:

φSentence:

The \*offences/orders are as follows:

+ Name of Company:

Company No:

Position of abovenamed person in company:

Nature of \*offence/order:

Court:

Date of \*Conviction/Order:

φSentence:

Given under my hand and seal on this ..... day of ..... 19 .....

.....  
Registrar of Companies  
Singapore







SECOND SCHEDULE — *continued*

Signature: .....

.....

Name of Liquidator

Name of Company:

Company No:

FORM

48C

**ANNEX 1**

Details of conduct of director  
Referred to in the Report

Name of Company:

Company No:

FORM

48C

**ANNEX 2**

Brief details of civil or criminal proceedings in relation  
to the company taken or likely to be taken against  
the director referred to in the Report.

SECOND SCHEDULE — continued

Name of Company:

Company No:

FORM
<b>48C</b>

**ANNEX 3**

Details of related/associated companies with which the companies has any dealings referred to in the Report.

*[S 16/2003 wef 13/01/2003]*

*Form 49 — Deleted by S 16/2003 wef 13/01/2003.*

<p>THE COMPANIES ACT (CHAPTER 50) SECTION 173(10)</p> <p>CERTIFICATE AS TO HOLDING OF THE OFFICE OF DIRECTOR, CHIEF EXECUTIVE OFFICER, SECRETARY OR AUDITOR</p>
---

FORM
<b>50</b>

Folio No

Name of Company:

Company No:

This is to certify that, from the returns lodged with the Registrar of Companies pursuant to section 173 of the Companies Act, it appears that .....

SECOND SCHEDULE — continued

.....  
of .....  
was # ..... of the abovenamed company from  
..... 19..... to \*this day/.....  
19....

Given under my hand and seal on this ..... day of ..... 19....

.....  
Registrar of Companies  
Singapore

\_\_\_\_\_

# State whether a director, chief executive officer, secretary or auditor.

\* Delete where inapplicable.

[S 831/2015 wef 03/01/2016]

Form 51 to 56 — Deleted by S 16/2003 wef 13/01/2003.

**THE COMPANIES ACT  
(CHAPTER 50)  
THE COMPANIES REGULATIONS  
SECTION 215(1)/  
REGULATION 11(1)  
NOTICE TO DISSENTING  
SHAREHOLDER**

**FORM  
57**

Name of Company:

Company No:

To ..... of .....

In this notice —

..... Limited is referred to as “the transferor company”, and

..... Limited is referred to as “the transferee”.

SECOND SCHEDULE — *continued*

On ..... the transferee made an offer to all the holders of\* .....  
 ..... shares in the transferor company of † .....  
 .....

Up to..... (being a date within 4 months after the making  
 of the offer in that behalf by the transferee), the offer was approved by the holders of not  
 less than nine-tenths in nominal value of the \*..... shares  
 (other than shares already held at the date of the offer by, or by a nominee for, the  
 transferee or its subsidiary).

The transferee hereby gives you notice, in pursuance of section 215 of the Companies  
 Act, that it desires to acquire the \*..... shares held by you in the  
 transferor company.

You are entitled within one month after the receipt of this notice to require the  
 transferee, by demand in writing served on it, to supply you with a statement of the  
 names and addresses of all other dissenting shareholders, and the transferee will not be  
 entitled or bound to acquire the shares of those dissenting shareholders until 14 days  
 after the posting to you of the statement of those names and addresses.

Unless upon an application made to the High Court by you —

- (a) on or before ..... (being one month from the date of this notice); or
- (b) on a date (within 14 days of a statement being supplied to you pursuant to  
 section 215(2) of the Companies Act),

whichever is the later date, the High Court orders otherwise, the transferee will, in  
 pursuance of those provisions, be entitled and bound to acquire the \*.....  
 shares held by you in the transferor company on the terms, which, under the scheme or  
 contract to which the abovementioned offer relates, the shares of the approving \*.....  
 ..... shareholders in the transferor company are to be transferred to the transferee.

Dated this ..... day of .....

Signature: .....

Name of #Director/Secretary of #..... Limited

---

\* If the offer is limited to a certain class or to certain classes of shareholders, give a description of that class or  
 those classes.

† State shortly the nature of the offer.

# Delete where inapplicable.

# Insert the name of the transferee.

[S 16/2003 wef 13/01/2003]

[S 831/2015 wef 03/01/2016]

SECOND SCHEDULE — *continued*

<p><b>THE COMPANIES ACT (CHAPTER 50)</b></p> <p><b>THE COMPANIES REGULATIONS</b></p> <p><b>SECTION 215(3)/ REGULATION 11(2)</b></p> <p><b>NOTICE TO NON-ASSENTING SHAREHOLDER</b></p>	<p>FORM</p> <p><b>58</b></p>
---	------------------------------

Name of Company:

Company No:

To ..... of .....,

In this notice —

..... Limited is referred to as “the transferor company”, and

..... Limited is referred to as “the transferee”.

A scheme or contract involving the transfer of \* ..... shares in the transferor company to the transferee was, up to ..... (being a date within 4 months after the making of the offer in that behalf by the transferee), approved by the holders of not less than nine-tenths in nominal value of those shares (other than shares already held at the date of the offer by, or by a nominee for, the transferee or its subsidiary).

In pursuance of that scheme or contract, † ..... shares were on ....., transferred to the transferee or its nominee.

The transferee hereby gives you notice, in pursuance of section 215 of the Companies Act, that those shares together with such other shares in the transferor company as were held by, or by a nominee for, the transferee or its subsidiary at the last-mentioned date comprise or include nine-tenths in nominal value of the \* ..... shares in the transferor company.

In pursuance of the abovementioned provisions you may, within 3 months from the giving of this notice, give notice that you require the transferee to acquire your holding of \* ..... shares in the transferor company, and if you give that notice the transferee will be entitled and bound to acquire those shares on the terms on which under the scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as are agreed or as the High Court on application made to it by you or by the transferee thinks fit to enter.

SECOND SCHEDULE — continued

Dated this ..... day of .....

Signature: .....

Name of #Director/Secretary of #..... Limited.

\* If the offer is limited to a certain class or to certain classes of shareholders, give a description of that class or those classes.

† State amount of shares transferred.

# Delete where inapplicable.

# Insert the name of the transferee.

[S 16/2003 wef 13/01/2003]

[S 831/2015 wef 03/01/2016]

Form 59 to 60 — Deleted by S 16/2003 wef 13/01/2003.

<p><b>THE COMPANIES ACT (CHAPTER 50) SECTION 296(4)(a) STATEMENT OF AFFAIRS</b></p>	<p>FORM <b>61</b></p>
---	---------------------------

Company Name:

Company No:

Statement of Assets and Liabilities as at ..... (insert date)

	Cost or Book Value #	Estimated Realisable Values
1 ASSETS NOT SPECIFICALLY CHARGED		
(a) Real estate as detailed in Schedule A†		
(b) Sundry debtors as detailed in Schedule B†		

SECOND SCHEDULE — *continued*

(c) Cash in hand		
(d) Cash at bank		
(e) Stock as detailed in inventory		
(f) Plant and equipment as detailed in inventory		
(g) Other assets as detailed in Schedule C <sup>†</sup>		
2 ASSETS SUBJECT TO SPECIFIC CHARGES, LIENS, MORTGAGES, BILLS OF SALE OR HIRE-PURCHASE AGREEMENTS, as detailed in Schedule D		
Less amounts owing as detailed in Schedule D		
TOTAL ASSETS		
<b>TOTAL ESTIMATED REALISABLE ASSETS</b>		
3 <b>Less</b> PREFERENTIAL CREDITORS ENTITLED TO PRIORITY OVER THE HOLDERS OF DEBENTURES UNDER ANY FLOATING CHARGE, as detailed in Schedule E		
4 <b>Less</b> AMOUNTS OWING AND SECURED BY DEBENTURES OR FLOATING CHARGE OVER COMPANY'S ASSETS TO		
5 <b>Less</b> PREFERENTIAL CREDITORS as detailed in Schedule F		
ESTIMATED AMOUNT AVAILABLE FOR UNSECURED CREDITORS		
<b>ESTIMATED AMOUNT AVAILABLE FOR UNSECURED CREDITORS</b>		
6 CREDITORS (UNSECURED) as detailed in Schedule G (Amount claim (            ) )		
7 BALANCES OWING TO PARTLY SECURED CREDITORS as detailed in Schedule H		
Total claims     (            )		
Security held     (            )		
8 CONTINGENT ASSETS		
Estimated to produce		
As detailed in Schedule I		
9 CONTINGENT LIABILITIES		
Estimated to rank for		



SECOND SCHEDULE — continued

As detailed in Schedule J		
ESTIMATED *DEFICIENCY/SURPLUS (Subject to costs of *administration/liquidation)		
SHARE CAPITAL		
Issued       (            )		
Paid-up     (            )		

‡ Indicate in respect of each entry whether cost or book value.

† Where this statement of affairs is made for the purposes of section 296(4) of the Companies Act, Schedule A, B, C and D are to show the method and manner in which the valuation of the assets were arrived at.

\* Delete where applicable

REAL ESTATE: SCHEDULE A (If space is insufficient, please use Continuation Sheet)

Particulars 1  Address and description of property:  Cost Price or Book Value: Estimated Realisable Value:  Valuation for rating purposes:  Particulars for tenancy:  Where possession of deeds may be obtained:  Short Particulars of Title:	
--	--

Particulars 2  Address and description of property:  Cost Price or Book Value: Estimated Realisable Value:  Valuation for rating purposes:  Particulars of tenancy:  Where possession of deeds may be obtained:  Short Particulars of Title:	
---	--

SCHEDULE B (If space is insufficient, please use Continuation Sheet)  
 SUNDRY DEBTORS (INCLUDING LOAN DEBTORS)

SECOND SCHEDULE — *continued*

Particulars 1	
Name of Debtor:	
Address of Debtor:	
Amount owing:	
Amount Realisable:	
Deficiency:	
Particulars of security (if any) held:	
Explanation of deficiency:	
Particulars 2	
Name of Debtor:	
Address of Debtor:	
Amount owing:	
Amount Realisable:	
Deficiency:	
Particulars of security (if any) held:	
Explanation of deficiency:	

SCHEDULE C (If space is insufficient, please use Continuation Sheet)

## OTHER ASSETS (DEPOSITS OR INVESTMENTS)

Description of deposit or investment	Cost	Amount Realisable
Deposits —		
Investments —		

SCHEDULE D (If space is insufficient, please use Continuation Sheet)

## ASSETS SUBJECT TO SPECIFIC CHARGES, LIENS, MORTGAGES, BILLS OF SALE OR HIRE PURCHASE AGREEMENTS

Particulars 1	
---------------	--

SECOND SCHEDULE — *continued*

Description of Asset: Date charge given: Description of Charge: Holder of Charge: Terms of Repayment: Cost or book Value: Estimated Realisable Value: Amount owing under Charge:	
Particulars 2	
Description of Asset: Date charge given: Description of Charge: Holder of Charge: Terms of Repayment: Cost or book Value: Estimated Realisable Value: Amount owing under Charge:	

SCHEDULE E (If space is insufficient, please use Continuation Sheet)  
 PREFERENTIAL CREDITORS ENTITLED TO PRIORITY OVER THE HOLDERS  
 OF DEBENTURES UNDER ANY FLOATING CHARGE

1 Employee's name:

Address:

Wages:

- Notice or leave pay
- Gratuity or retrenchment benefits
- Other service benefits

Estimated Liability:

2 Employee's name:

Address:

Wages:

SECOND SCHEDULE — *continued*

- Notice or leave pay
- Gratuity or retrenchment benefits
- Other service benefits

Estimated Liability:

3 Employee's name:

Address:

Wages:

- Notice or leave pay
- Gratuity or retrenchment benefits
- Other service benefits

Estimated Liability:

4 Employee's name:

Address:

Wages:

- Notice or leave pay
- Gratuity or retrenchment benefits
- Other service benefits

Estimated Liability:

SCHEDULE F (If space is insufficient, please use Continuation Sheet)  
 PREFERENTIAL CREDITORS (OTHER THAN THOSE DETAILED IN  
 SCHEDULE E)

1 Name:

Address:

Description of amount owing:

Amount owing:

2 Name:

Address:

Description of amount owing:

Amount owing:

3 Name:

Address:

SECOND SCHEDULE — *continued*

Description of amount owing:

Amount owing:

4 Name:

Address:

Description of amount owing:

Amount owing:

SCHEDULE G (If space is insufficient, please use Continuation Sheet)  
UNSECURED CREDITORS

1 Name:

Address:

Amount claimed:

Amount admitted:

Reason for disputed amount (if any):

2 Name:

Address:

Amount claimed:

Amount admitted:

Reason for disputed amount (if any):

3 Name:

Address:

Amount claimed:

Amount admitted:

Reason for disputed amount (if any):

4 Name:

Address:

Amount claimed:

Amount admitted:

Reason for disputed amount (if any):

SCHEDULE H (If space is insufficient, please use Continuation Sheet)  
PARTLY SECURED CREDITORS

SECOND SCHEDULE — *continued*

Particulars 1	
Name:	
Address:	
Particulars of security held:	
Nature of security:	
Estimated value of security held:	
Amount owing to creditor:	
Amount estimated to rank as unsecured:	

Particulars 2	
Name:	
Address:	
Particulars of security held:	
Nature of security:	
Estimated value of security held:	
Amount owing to creditors:	
Amount estimated to rank as unsecured:	

SCHEDULE I (If space is insufficient, please use Continuation Sheet)  
CONTINGENT ASSETS

- 1 Description of Asset:  
Gross Asset  
Estimated to produce:
- 2 Description of Asset:  
Gross Asset  
Estimated to produce:
- 3 Description of Asset:  
Gross Asset  
Estimated to produce:
- 4 Description of Asset:  
Gross Asset  
Estimated to produce:
- 5 Description of Asset:

SECOND SCHEDULE — *continued*

Gross Asset  
Estimated to produce:

SCHEDULE J (If space is insufficient, please use Continuation Sheet)  
CONTINGENT LIABILITIES

1 Name:

Address:

Nature of Liability:

Gross Liability  
Estimated to rank for:

2 Name:

Address:

Nature of Liability:

Gross Liability:  
Estimated to rank for:

3 Name:

Address:

Nature of Liability:

Gross Liability  
Estimated to rank for:

4 Name:

Address:

Nature of Liability:

Gross Liability:  
Estimated to rank for:

5 Name:

Address:

Nature of Liability:

Gross Liability  
Estimated to rank for:

6 Name:

Address:

Nature of Liability:

SECOND SCHEDULE — continued

Gross Liability:  
Estimated to rank for:

7 Name:

Address:

Nature of Liability:

Gross Liability  
Estimated to rank for:

I hereby certify that the particulars contained in the above statement of affairs are true to the best of my knowledge and belief.

Dated this ..... day of .....

Signature: .....

.....

Name of Director

[S 245/97 wef 02/06/1997]

[S 16/2003 wef 13/01/2003]

THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 270(1)  
**STATEMENT OF AFFAIRS**

**FORM  
61A**

Name of Company: .....

Co Reg No: .....

Statement of Assets and Liabilities as at the ..... day of .....

Winding Up No: .....

1 ASSETS NOT CHARGED	Re: Sch	Cost or Book Value*		Estimated Realisable Value	
		S\$	Cts	S\$	Cts
(a) Sundry Debtors (including Loan Debtors)	A				
(b) Real Estates	B				
(c) Cash in Hand	C				
(d) Cash at Bank	C				
(e) Stocks/Plant & Equipment/Furniture & Fittings/Pagers & Phones/Vehicles/Vessels/Planes	C				



SECOND SCHEDULE — continued

(f) Other Assets (Deposits, Investments, etc.)	D				
<b>2 ASSETS SUBJECT TO CHARGES</b>	E				
<b>3 CONTINGENT ASSETS</b>	F				
<b>4 UNPAID ISSUED SHARE CAPITAL</b>	G				
<b>TOTAL ESTIMATED REALISABLE ASSETS</b>					
<b>LESS:</b>					
<b>5 PREFERENTIAL CLAIMS EXCLUDING TAX</b>	H				
<b>6 PREFERENTIAL TAX CLAIMS</b>	I				
<b>7 CLAIMS SECURED BY CHARGES</b>	J				
<b>8 CONTINGENT CLAIMS</b>	K				
<b>9 UNSECURED CLAIMS</b>	L				
<b>TOTAL LIABILITIES</b>					
<b>ESTIMATED *DEFICIT/SURPLUS</b>					
<b>(Subject to costs of administration/liquidation)</b>					

**STATEMENT OF THE CAUSE(S) OF WINDING-UP**

The company has been wound up for the following reason(s):

- Business Failure
- Depression/Economic Recession
- High Overheads
- Bad Management
- Inability to Collect Debts
- Poor Sales
- Cash Flow Problem
- Insolvency of Affiliated Company
- Others (Please specify details)

DETAILS

I/We hereby certify that the particulars contained in this Statement of Affairs are true to the best of my/our knowledge and belief.

Name of Officer: ..... NRIC/Passport No: .....	Signature & Date
Address: ..... Position: .....	

SECOND SCHEDULE — *continued*

Name of Officer: ..... NRIC/Passport No: .....	Signature & Date
Address: ..... Position: .....	
Name of Officer: ..... NRIC/Passport No: .....	Signature & Date
Address: ..... Position: .....	

\*Delete if not applicable

---

**NOTE:**

- (I) THE COMPLETE SET OF THE STATEMENT OF AFFAIRS AND THE SCHEDULES A TO L HAS BEEN LODGED WITH THE OFFICIAL RECEIVER FROM WHOM A COPY THEREOF IS AVAILABLE FOR PURCHASE.
- (II) PLEASE REFER TO THE EXPLANATORY NOTES FOR GUIDANCE IN COMPLETING THE STATEMENT OF AFFAIRS.

SECOND SCHEDULE — continued

SCHEDULE A

SUNDRY DEBTORS (INCLUDING LOAN DEBTORS)

S/N	DEBTOR'S NAME	RCB/NRIC/ PASSPORT NO.	DEBTOR'S ADDRESS	AMOUNT OWING (BOOK VALUE (IN SGD)	ESTIMATED REALISABLE VALUE (IN SGD)	CONTRA AMOUNT (IN SGD)	DATE DEBT INCURRED	DATE OF JUDGEMENT (DD/MM/YYYY)	HIGH/SUB/FOREIGN COURT SUIT NO. (INDICATE CODE- NUMBER-YEAR)	DETAILS OF DEBT
1										
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
* SUB-TOTAL/TOTAL										

SECOND SCHEDULE — continued

**SCHEDULE B**  
REAL ESTATES

S/N	PROPERTY ADDRESS / DESCRIPTION	COST / BOOK VALUE (IN SGD)	ESTIMATED REALISABLE VALUE (IN SGD)	PARTICULARS OF OWNERSHIP (TICK ONE BOX)	PARTICULARS OF TENANCY
				(1) Freehold: <input type="checkbox"/> Leasehold: <input type="checkbox"/> (2) Sole Owner: <input type="checkbox"/> Joint Owner: <input type="checkbox"/> Tenant-in-common: <input type="checkbox"/> Beneficial Owner: <input type="checkbox"/>	(1) Tenant's Name: (2) RCB/NRIC/Passport No: (3) Rental Deposit Paid [Indicate Currency]: (4) Date Paid [DD/MM/YYYY]: (5) Monthly Rental [Indicate Currency]: (6) Tenancy Period-From: To:
				(1) Freehold: <input type="checkbox"/> Leasehold: <input type="checkbox"/> (2) Sole Owner: <input type="checkbox"/> Joint Owner: <input type="checkbox"/> Tenant-in-common: <input type="checkbox"/> Beneficial Owner: <input type="checkbox"/>	(1) Tenant's Name: (2) RCB/NRIC/Passport No: (3) Rental Deposit Paid [Indicate Currency]: (4) Date Paid [DD/MM/YYYY]: (5) Monthly Rental [Indicate Currency]: (6) Tenancy Period-From: To:
	*SUB-TOTAL/TOTAL				

**SCHEDULE C**







SECOND SCHEDULE — continued

				(4) *Expiry Date (DD/MM/YYYY): _____ (Warrants/Options)				
				(1) Warrants: <input type="checkbox"/> Shares: <input type="checkbox"/> Bonds: <input type="checkbox"/> Options: <input type="checkbox"/> Others: <input type="checkbox"/> Specify: _____				
				(2) Listed Shares: <input type="checkbox"/> Unlisted Shares: <input type="checkbox"/>				
				(3) Scrip: <input type="checkbox"/> Scripless: <input type="checkbox"/> (Shares/Warrants)				
				(4) *Expiry Date (DD/MM/YYYY): _____ (Warrants/Options)				
				(1) Warrants: <input type="checkbox"/> Shares: <input type="checkbox"/> Bonds: <input type="checkbox"/> Options: <input type="checkbox"/> Others: <input type="checkbox"/> Specify: _____				
				(2) Listed Shares: <input type="checkbox"/> Unlisted Shares: <input type="checkbox"/>				
				(3) Scrip: <input type="checkbox"/> Scripless: <input type="checkbox"/> (Shares/Warrants)				
				(4) *Expiry Date (DD/MM/YYYY): _____ (Warrants/Options)				
				(1) Warrants: <input type="checkbox"/> Shares: <input type="checkbox"/> Bonds: <input type="checkbox"/> Options: <input type="checkbox"/> Others: <input type="checkbox"/> Specify: _____				
				(2) Listed Shares: <input type="checkbox"/> Unlisted Shares: <input type="checkbox"/>				
				(3) Scrip: <input type="checkbox"/> Scripless: <input type="checkbox"/> (Shares/Warrants)				
				(4) *Expiry Date (DD/MM/YYYY): _____ (Warrants/Options)				
				(1) Warrants: <input type="checkbox"/> Shares: <input type="checkbox"/> Bonds: <input type="checkbox"/> Options: <input type="checkbox"/> Others: <input type="checkbox"/> Specify: _____				
				(2) Listed Shares: <input type="checkbox"/> Unlisted Shares: <input type="checkbox"/>				
				(3) Scrip: <input type="checkbox"/> Scripless: <input type="checkbox"/> (Shares/Warrants)				
				(4) *Expiry Date (DD/MM/YYYY): _____ (Warrants/Options)				
				*SUB-TOTAL/TOTAL				

Schedule D (Pg \_\_\_ of \_\_\_)







SECOND SCHEDULE — continued

									APPOINTED? (YES/NO)
1				*Mortgage *Pledge *Hire Purchase *Lien *Others: _____	Name: _____ RCB/NRIC/PP No: _____		<u>Date Charge Created:</u> *Fixed Charge *Floating Charge *Fixed & Floating Charge		
2				*Mortgage *Pledge *Hire Purchase *Lien *Others: _____	Name: _____ RCB/NRIC/PP No: _____		<u>Date Charge Created:</u> *Fixed Charge *Floating Charge *Fixed & Floating Charge		
SUB TOTAL/TOTAL:									

SCHEDULE F  
CONTINGENT ASSETS

S/N	NATURE OF CONTINGENCY (*DELETE IF NOT APPLICABLE) (Suit No. – Indicate Code-No+Year)	COURT (*DELETE IF NOT APPLICABLE)	PARTICULARS OF DEBTOR	BOOK VALUE (IN SGD)	ESTIMATED REALISABLE VALUE (IN SGD)
1	*Pending Suit (Suit No: _____) *Arbitration (Suit No: _____) *Warranty (Date of Expiry: _____) *Others: _____	*High Court *Subordinate Court *Foreign Court	Name: _____ RCB/NRIC/Passport No: _____ Address: _____		
2	*Pending Suit (Suit No: _____) *Arbitration (Suit No: _____) *Warranty (Date of Expiry: _____)	*High Court *Subordinate Court *Foreign Court	Name: _____ RCB/NRIC/Passport No: _____		

**SECOND SCHEDULE — continued**

*Others: _____	Address: _____		
<b>SUB TOTAL/TOTAL:</b>			

**SCHEDULE G**

UNPAID ISSUED SHARE CAPITAL

S/N	SHAREHOLDER'S NAME	RCB/NRIC/ PASSPORT NO.	ADDRESS	NO. OF SHARES ALLOTTED	VALUE PER SHARE	BALANCE UNPAID (IN SGD)	ESTIMATE REALISABLE VALUE (IN SGD)	EXPLANATION FOR DEFICT
<b>SUB TOTAL/TOTAL:</b>								

\* Delete if not applicable

\*Schedule E (Pg \_\_\_ of \_\_\_)\*Schedule F (Pg \_\_\_ of \_\_\_)\*Schedule G (Page \_\_\_ of \_\_\_)

**SCHEDULE H**

PREFERENTIAL CLAIMS (EMPLOYEES' CLAIMS/WORKMEN'S COMPENSATION)  
EMPLOYEES' CLAIM

S/N	PARTICULARS OF EMPLOYEE	NATURE & DESCRIPTION OF CLAIM	TOTAL AMOUNT OWING (IN SGD)

SECOND SCHEDULE — continued

1	Name: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	NRIC/Passport No: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	Address: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature – Others (Specify Nature of Claim): _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
2	Name: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	NRIC/Passport No: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	Address: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature – Others (Specify Nature of Claim): _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
3	Name: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	NRIC/Passport No: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	Address: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature – Others (Specify Nature of Claim): _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
4	Name: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	NRIC/Passport No: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	Address: _____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
	_____	Nature – Others (Specify Nature of Claim): _____
	_____	Nature (see notes): _____ Period of Claim: From _____ to _____ Amount Owing: SGD _____
SUB-TOTAL/TOTAL		

SECOND SCHEDULE — continued

WORKMEN'S COMPENSATION

S/N	EMPLOYEE'S PARTICULARS	CLAIMANT'S PARTICULARS (WHERE EMPLOYEE DECEASED)	EMPLOYEE'S/CLAIMANT'S ADDRESS	AMOUNT AWARDED (IN SGD)
1	Name: _____ NRIC/Passport No. _____	Name: _____ NRIC/Passport No.: _____		
2	Name: _____ NRIC/Passport No. _____	Name: _____ NRIC/Passport No.: _____		
SUB-TOTAL/TOTAL				

Schedule H (Pg \_\_\_\_ of \_\_\_\_)

SCHEDULE H

PREFERENTIAL CLAIMS (CPF/OTHERS)  
CENTRAL PROVIDENT FUND CONTRIBUTION

AMOUNT PAYABLE BY COMPANY (IN SGD)	PERIOD (MM-YYYY) - FROM	PERIOD (MM-YYYY) - TO

OTHERS

SECOND SCHEDULE — continued

S/N	CREDITOR'S NAME/IDENTIFICATION NO.	CREDITOR'S ADDRESS	AMOUNT OWING	NATURE OF CLAIM
1	Name: NRIC/Passport No:			
2	Name: NRIC/Passport No:			
3	Name: NRIC/Passport No:			
4	Name: NRIC/Passport No:			
5	Name: NRIC/Passport No:			
SUB TOTAL/TOTAL:				

SCHEDULE I

PREFERENTIAL TAX CLAIMS (COMPANY TAX/GST/PROPERTY TAX/EMPLOYEE TAX)

Tax Reference No:		
GST Reference No:		
TYPE OF TAX	YEAR OF ASSESSMENT	AMOUNT OWING
		CREDIT AVAILABLE





SECOND SCHEDULE — continued

3							
4							
SUB TOTAL/TOTAL:							

**SCHEDULE K**  
CONTINGENT CLAIMS

S/N	NATURE OF CONTINGENCY (*DELETE IF NOT APPLICABLE) (SUIT NO. – INDICATE CODE-NO-YEAR)	COURT (*DELETE IF NOT APPLICABLE)	CREDITOR'S PARTICULARS	AMOUNT CLAIMED (IN SGD)	AMOUNT ADMITTED AS OWING (IN SGD)
1	*Pending Suit (Suit No: _____) *Arbitration (Suit No: _____) *Warranty (Date of Expiry: _____) *Others: _____	*High Court *Subordinate Court *Foreign Court	Name: _____ RCB/NRIC/Passport No: _____ Address: _____		
2	*Pending Suit (Suit No: _____) *Arbitration (Suit No: _____) *Warranty (Date of Expiry: _____) *Others: _____	*High Court *Subordinate Court *Foreign Court	Name: _____ RCB/NRIC/Passport No: _____ Address: _____		





SECOND SCHEDULE — *continued*

## EXPLANATORY NOTES

(1) Preparation Of The Statement Of Affairs

The explanations are meant to guide you in completing and submitting the Statement of Affairs (hereafter 'Statement') to the Official Receiver or the liquidator of the company.

**Note: You should read these explanations carefully as non-compliance with any of them may result in the Statement being rejected and inconvenience you in having to complete the Statement again.**

(2) Date On Which Information Is Based

Information stated in the Statement should be based on information known to you as at the date the winding-up order was made.

(3) Verification Of Statement

The Statement must be accompanied by an affidavit in Form 62A verifying the Statement.

(4) Submission/Swearing Of Statement

Upon completing the Statement, you should meet up with the Official Receiver or the liquidator on the appointment date for him/her to go through the Statement and ensure that the Statement is in order.

Once the Official Receiver or the liquidator is satisfied with the Statement, you are to have 3 sets of the Statements sworn/affirmed before a Commissioner for Oaths/Notary Public, and submit them to the Official Receiver or the liquidator.

**Note: The procedures may differ if the liquidator is other than the Official Receiver.**

(5) General Instructions On Completing The Statement

- (a) Please note that the contents of the Statement must be type-written. Where any part of the Statement is hand-written, the Statement will be rejected.
- (b) No Schedule or any part thereof is to be left blank. Please state 'Nil' or 'Not Applicable'.
- (c) If the space provided for each Schedule is insufficient, please duplicate the relevant page of the Schedule for your use.
- (d) Please indicate at the bottom of each page of a Schedule the page number in relation to the Schedule and the total number of pages in the Schedule.

Example: Company A has 13 debtors. Under Schedule A, each page provides for entry of information on 12 debtors. If there are more than 12 debtors, another copy of Schedule A is to be duplicated for use. In page 1 of the Schedule, debtor with S/N: 0001 up to debtor with 0012 will be stated. Debtor with S/N: 0013 will be stated in page 2. In this case, there is a total of 2 pages for Schedule A. Thus, at the bottom of page 1, to state as Pg 1 of 2 and at the bottom of page 2, to state as Pg 2 of 2.

- (e) All amounts and values must be preceded with the relevant currency type e.g. 'SGD' for Singapore dollar. A list of the currency codes can be found at Explanatory Notes - Page 6. There is no need to provide any commas for the amounts or values.

SECOND SCHEDULE — *continued*

- (f) If the debtor, creditor, tenant, etc is a Singapore registered company or business, please state the Registration Number. If you do not know the Registration Number, please enquire at the Registry of Companies & Businesses.

ASSETS SECTION(6) Schedule A Sundry Debtors (Including Loan Debtors)

- (a) All the debtors are to be listed in alphabetical order.
- (b) All supporting invoices, delivery notes, judgements, agreements etc must be surrendered upon submission of the Statement.
- (c) If the aggregate amount as evidenced in the supporting documents in respect of each debtor is not the same as the disclosed 'Amount Owing', a separate summary of account must be given for the debtor to show how the 'Amount Owing' is arrived at.
- (d) 'Estimated Realisable Value' refers to the estimated amount that may be recovered from the debtor, after taking into consideration the prospects of recoverability of debt.
- (e) 'Contra amount' refers to the sum owed to the debtor by the Company.
- (f) If judgment was obtained against the debtor, please state the 'Date of Judgment' and 'Suit No'.
- (g) If legal action is taken against the debtor and the outcome is still pending, do not disclose the debt under this Schedule. The amount sued for should be stated under 'Contingent Assets' in Schedule F.
- (h) If 'Amount Owing' differs from 'Realisable Value', please explain the reason for the difference under 'Details of Debt'.
- (i) Please use the appropriate code below in relation to 'Suit No.':-

- |           |  |
|-----------|--|
| (i) ADM   | - Admiralty Suit                           |
| (ii) B    | - Bankruptcy                               |
| (iii) CA  | - Court of Appeal                          |
| (iv) CAVA | - Caveat Admiralty Suit                    |
| (v) CW    | - Company Winding Up                       |
| (vi) DC   | - Action commenced in the District Courts  |
| (vii) DCA | - District Court Appeal                    |
| (viii) IS | - Interpleader                             |
| (ix) MC   | - Action commenced in the Magistrate Court |
| (x) MCA   | - Magistrate Court Appeal                  |

SECOND SCHEDULE — *continued*

(xi) NA	-	Assessment
(xii) NM	-	Motion
(xiii) OM	-	Originating Motion
(xiv) OP	-	Originating Petition
(xv) OS	-	Originating Summons
(xvi) S	-	Action commenced in the High Court
(xvii) OTH	-	Others

(7) Schedule B Real Estates

All title deeds and tenancy agreements must be submitted to the Official Receiver or the liquidator upon submission of the Statement.

(8) Schedule C Cash In Hand

(a) All Cash In Hand amounts must be remitted to the Official Receiver or the liquidator upon submission of the Statement. If the amount cannot be remitted, an explanation by way of a Statutory Declaration is required.

(b) If the Cash In Hand is in foreign currency, please indicate the 'Currency Code' based on the codes found in Explanatory Notes Page 6 and state the estimated amount upon conversion to Singapore currency under 'Converted Value'.

(9) Schedule C Cash At Bank

'Estimated Realisable Value' refers to the estimated amount realised after taking into consideration all bank charges and transactions and after conversion into Singapore Currency (if applicable).

(10) Schedule C Stocks

A copy of the inventory list (if any) in respect of the stocks must be attached.

(11) Schedule D — Other Assets (Investments)

(a) 'Listed' shares refer to shares listed in any stock exchange.

(b) 'Expiry Date' refers to the last date for the exercise of rights on Options or Warrants.

(c) If shares are not scripless, then individual 'Certificate No' must be entered. The 'Quantity' and 'Par Value' as stated on each certificate must be stated.

(d) All contracts or agreements, share certificates and CDP Statements, in relation to the securities investments, must be surrendered to the Official Receiver or the liquidator upon submission of the Statement.

(12) Schedule D Other Assets (Deposits)

(a) Please use the appropriate code below for 'Description Code':-

(i) RTL - Rental Deposit

SECOND SCHEDULE — *continued*

- (ii) DWN - Down Payment made by Company  
(e.g. Singapore  
Telecommunications Ltd,  
Housing & Development Board,  
Power & Supply Pte Ltd)
- (iii) LIC - Deposit made to obtain a license
- (iv) OTH - Others

(b) Either the 'Receipt No' or the 'Account No' for the deposit must be obtained and entered.

(13) Schedule E Assets Subject To Charges

- (a) If no Receivers and Managers are appointed, the assets which are subject to charges must also be disclosed in Schedules A to D, as appropriate.
- (b) A copy of the document creating the charge must be attached.

(14) Schedule F Contingent Assets

- (a) All supporting documents against debtors must be compiled and surrendered to the Official Receiver or liquidator upon submission of the Statement.
- (b) If there is any counter-claim by any debtor, please disclose the counter-claim under 'Contingent Claims' in Schedule K.
- (c) Please refer to No. (6)(i) for the appropriate code to be used in relation to 'Suit No'.

(15) Schedule G Unpaid Issued Share Capital

- (a) 'Balance Unpaid' refers to the total balance outstanding from the shareholder for all the shares allotted to him.
- (b) If there is a difference between the 'Balance Unpaid' and the 'Realisable Value', this should be explained under 'Explanation for Deficit'.
- (c) All relevant minutes of meeting on the issue of shares and payment of calls, Members' Shareholding Register and other documentary evidence are to be surrendered to the Official Receiver or the liquidator upon submission of the Statement.

LIABILITIES SECTION

(16) Schedule H — Preferential Claims (Employees' Claim)

- (a) 'Total Amount Owing' refers to the total of all amounts owing to the employee.
- (b) Please use the appropriate code below for 'Nature & Description of Claims':-

- (i) ALL - Allowances
- (ii) AWS - Annual Wage Supplement (ie 13th month bonus)

SECOND SCHEDULE — *continued*

(iii) BAS	-	Basic Salary
(iv) BON	-	Bonuses
(v) COM	-	Commission
(vi) OCM	-	Other Contractual Monthly Benefits (e.g. car allowances)
(vii) OTH	-	Others
(viii) RET	-	Retrenchment Benefits
(ix) VAC	-	Vacation Leave

(17) Schedule H Workmen's Compensation

- (a) If the employee is deceased, the person making a claim on his behalf must furnish his particulars and address.
- (b) All orders from the Ministry of Labour on amount awarded for compensation must be surrendered to the Official Receiver or the liquidator upon submission of the Statement.

(18) Schedule H Preferential Claims (Others)

For all other preferential claims disclosed under the 'Others' section, please state clearly the reason why each of these claims are preferential claims.

(19) Schedule I Preferential Claims Tax

- (a) Please specify the Type of Tax for every entry:-

(i) 'C'	-	Company Tax
(ii) 'G'	-	GST
(iii) 'P'	-	Property Tax
(iv) 'E'	-	Employee Tax

- (b) Please attach copies of the outstanding Notices of Assessment to this Statement.
- (c) Please state in the 'Credit Available' the amount shown in the Inland Revenue Statement.

(20) Schedule J Claims Secured By Charge Over Company Assets

- (a) In completing this Schedule, you should refer to Schedule E. Details to be disclosed for each claim must be identical to the corresponding entry in Schedule E.
- (b) 'Amount Owing Under Charge' refers to the 'Amount Owing Under Charge' under the same charge in Schedule E.

(21) Schedule K Contingent Claims



SECOND SCHEDULE — *continued*

(a) If there is a counter-claim by the Company in pending suits, please provide relevant details of the counter-claim in Schedule F.

(b) Please refer to No. 6(i) for the appropriate code to be used in relation to 'Suit No'.

(22) Schedule L Unsecured Claims

(a) All creditors are to be listed in alphabetical order.

(b) 'Amount Claimed by Creditor' refers to the amount specified by the creditor as owing to them.

(c) 'Amount Admitted By Company' refers to the amount admitted by the Company as owing to the creditors.

(d) 'Contra Amount' refers to the amount which the creditor wishes to offset for debt owing to the company.

(e) If judgement is obtained by a creditor against the Company, please state the 'Date of Judgement' and 'Suit No'.

(f) If there is pending legal action taken by a creditor against the company, do not enter the amount sued for under this Schedule. The amount sued for should be entered under 'Contingent Claims' in Schedule K.

(g) If the 'Amount Claimed By Creditor' differs from 'Amount Admitted By Company', please explain the reason for the difference under 'Reasons for Disputed Amount'.

CODES	DESCRIPTION	CODES	DESCRIPTION	CODES	DESCRIPTION
AED	U.A.E. DIRHAM, UNITED ARAB EMIRATES	GTQ	QUETZAL, GUATEMALA	QAR	QATARI RIAL, QATAR
ADP	ANDORRAN PESETA, ANDORRA	GWP	GUINEA-BISSAU PESO, GUINEA-BISSAU	ROL	LEU, ROMANIA
AFA	AFGHANI, AFGHANISTAN	GYD	GUYANA DOLLAR, GUYANA	RUB	RUSSIAN RUBLE, RUSSIAN FEDERATION
ALL	LEK, ALBANIA	HKD	HONG KONG DOLLAR, HONG KONG	RUR	
AMD	ARMENIAN DRAM, ARMENIA	HNL	LEMPIRA, HONDURAS	RWF	RWANDA FRANC, RWANDA
AOA	KWANZA, ANGOLA	HRK	CROATIAN KUNA, CROATIA	SAR	SAUDI RIYAL, SAUDI ARABIA
ANG	NETHERLANDS ANTILLIAN GUILDER, NETHERLANDS ANTILLES	HTG	GOURDE, HAITI	SBD	SOLOMON ISLANDS DOLLAR, SOLOMON ISLANDS
		HUF	FORINT, HUNGARY		
ARS	ARGENTINE PESO, ARGENTINA	IDR	RUPIAH, INDONESIA/EAST TIMOR	SCR	SEYCHELLES RUPEE,
ATS	SCHILLING, AUSTRIA	IEP	IRISH POUND, IRELAND	SDD	SUDANESE DINAR, SUDAN
AUD	AUSTRALIAN DOLLAR, AUSTRALIA/ CHRISTMAS ISLAND/COCOS	ILS	NEW ISRAELI SHEQEL, ISRAEL	SDP	SUDANESE POUND, SUDAN

SECOND SCHEDULE — *continued*

CODES	DESCRIPTION	CODES	DESCRIPTION	CODES	DESCRIPTION
	(KEELING) ISLANDS/HEARD ISLAND & MCDONALD ISLANDS/KIRIBATI/NAURU/NORFOLK ISLAND/TUVALU	INR	INDIAN RUPEE, INDIA/BHUTAN	SEK	SWEDISH KRONA, SWEDEN
		IQD	IRAQI DINAR, IRAQ	SGD	SINGAPORE DOLLAR, SINGAPORE
		IRR	IRANIAN RIAL, IRAN (ISLAMIC REPUBLIC OF)	SHP	SAINT HELENA POUND, SAINT HELENA
AWG	ARUBAN GUILDER, ARUBA	ISK	ICELAND KRONA, ICELAND	SIT	TOLAR, SLOVENIA (YUGOSLAVIA)
AZM	AZERBAIJANIAN MANAT, AZERBAIJAN	ITL	ITALIAN LIRA, ITALY/HOLY SEE (VATICAN CITY STATE)/SAN MARINO	SKK	SLOVAK KORUNA, SLOVAKIA
				SLL	LEONE, SIERRA LEONE
				SOS	SOMALI SHILLING, SOMALI
BAM	CONVERTIBLE MARKS, BOSNIA & HERZEGOVINA	JMD	JAMAICAN DOLLAR, JAMAICA	SRG	SURINAME GUILDER, SURINAME
BBD	BARBADOS DOLLAR, BARBADOS	JOD	JORDANIAN DINAR, JORDAN	STD	DOBRA, SAO TOME & PRINCIPE
BDT	TAKA, BANGLADESH	JPY	YEN, JAPAN	SVC	EL SALVADOR COLON, EL SALVADOR
BEF	BELGIAN FRANC, BELGIUM	KES	KENYAN SHILLING, KENYA		
BGL	LEV, BULGARIA	KGS	SOM, KYRGYZSTAN	SYP	SYRIAN POUND, SYRIAN ARAB REPUBLIC
BGN	BULGARIAN LEV, BULGARIA	KHR	RIEL, CAMBODIA		
BHD	BAHRAINI DINAR, BAHRAIN	KMF	COMORO FRANC, COMOROS	SZL	LILANGENI, SWAZILAND
BIF	BURUNDI FRANC, BURUNDI	KPW	NORTH KOREAN WON, KOREA, DEMOCRATIC PEOPLE'S REPUBLIC OF	THB	BAHT, THAILAND
BMD	BERMUDIAN DOLLAR, BERMUDA			TJS	SOMONI, TAJIKISTAN
BND	BRUNEI DOLLAR, BRUNEI DARUSSALAM			TMM	MANAT, TURKMENISTAN
BOB	BOLIVIANO, BOLIVIA	KRW	WON, KOREA, REPUBLIC OF	TND	TUNISIAN DINAR, TUNISIA
BRL	BRAZILIAN REAL, BRAZEL	KWD	KUWAITI DINAR, KUWAIT	TOP	PA'ANGA, TONG
BSD	BAHAMIAN DOLLAR, BAHAMAS	KYD	CAYMAN ISLANDS DOLLAR, CAYMAN ISLANDS	TPE	TIMOR ESCUDO, EAST TIMOR
BTN	NGULTRUM, BHUTAN			TRL	TURKISH LIRA, TURKEY
BWP	PULA, BOTSWANA	KZT	TENGE, KAZAKSTAN	TTD	TRINIDAD & TOBAGO DOLLAR, TRINIDAD & TOBAGO
BYR	BELARUSSIAN RUBLE, BELARUS	LAK	KIP, LAO PEOPLE'S DEMOCRATIC REPUBLIC	TWD	NEW TAIWAN DOLLAR, TAIWAN, PROVINCE OF CHINA
BZD	BELIZE DOLLAR, BELIZE	LBP	LEBANESE POUND, LEBANON		
CAD	CANADIAN DOLLAR, CANADA	LKR	SRI LANKA RUPEE, SRI LANKA	TZS	TANZANIAN SHILLING, TANZANIA, UNITED REPUBLIC OF
CDF	FRANC CONGOLAIS, CONGO, THE DEMOCRATIC REPUBLIC OF	LRD	LIBERIAN DOLLAR, LIBERIA		

SECOND SCHEDULE — *continued*

CODES	DESCRIPTION	CODES	DESCRIPTION	CODES	DESCRIPTION
CHF	SWISS FRANC, SWITZERLAND/LIECHTENSTEIN	LUF	LUXEMBURG FRANC, LUXEMBOURG	UAH	HRYVNIA, UKRAINE
				UGX	UGANDAN SHILLING, UGANDA
CLP	CHILEAN PESO, CHILE	LSL	LOTI, LESOTHO	USD	US DOLLAR, UNITED STATES/ AMERICAN SAMOA/BRITISH INDIAN OCEAN TERRITORY/ECUADOR/ GUAM/HAITI/MARSHALL ISLANDS/MICRONESIA (FEDERATED STATES OF)/NORTHERN MARIANA ISLANDS/PALAU/PANAMA/ PUERTO RICO/TURKS & CAICOS ISLANDS/UNITED STATES MINOR OUTLYING ISLANDS/VIRGIN ISLANDS (BRITISH & US)
CNY	RENMINBI YUAN, CHINA	LTL	LITHUANIAN LITUS, LITHUANIA		
COP	COLOMBIAN PESO, COLOMBIA	LVL	LATVIAN LATS, LAIVIA		
CRC	COSTA RICA COLON, COSTA RICA	LYD	LIBYAN DINAR, LIBYAN ARAB JAMAHIRIYA		
CSK	KORUNA, CZECHOSLOVAKIA				
CUP	CUBAN PESO, CUBA	MAD	MOROCCAN DIRHAM, MOROCCO / WESTERN SAHARA		
CVE	CAPE VERDE ESCUDO, CAPE VERDE				
CYP	CYPRUS POUND, CYPRUS	MDL	MOLDOVAN LEU, MOLDOVA REPUBLIC OF		
CZK	CZECH KORUNA, CZECH REPUBLIC				
DEM	DEUTSCHE MARK, EAST GERMANY/GERMANY	MGF	MALAGASY FRANC, MADAGASCAR		
DJF	DJIBOUTI FRANC, DJIBOUTI	MKD	DENAR, MACEDONIA, THE FORMER YUGOSLAV REPUBLIC	UYU	PESO URUGUAYO, URUGUAY
DKK	DANISH KRONE, DENMARK/FAROE ISLANDS/GREENLAND	MMK	KYAT, MYANMAR	UZS	UZBEKISTAN SUM, UZBEKISTAN
		MNT	TUGRIK, MONGOLIA	VEB	BOLIVAR, VENEZUELA
DOP	DOMINICAN PESO, DOMINICAN REPUBLIC	MOP	PATAKA, MACAU	VND	DONG, VIETNAM
		MRO	OUGUIYA, MAURITANIA	VUV	VATU, VANUATU
DZD	ALGERIAN DINAR, ALGERIA	MTL	MALTESE LIRA, MALTA	WST	TALA, SAMOA
ECS	SUCRE, ECUADOR	MUR	MAURITIUS RUPEE, MAURITIUS	XAF	CFA FRANC BEAC CAMEROON/CENTRAL AFRICAN REPUBLIC/CHAD/CONGO/ EQUATORIAL GUINEA/GABON
EEK	KROON, ESTONIA	MVR	RUFUYAA, MALDIVES		
EGP	EGYPTIAN POUND, EGYPT	MWK	KWACHA, MALAWI		
ERN	NAKFA, ERITREA	MXN	MEXICAN PESO, MEXICO		
ESP	SPANISH PESETA, SPAIN/ANDORRA	MYR	MALAYSIAN RINGGIT, MALYSIA		
ETB	ETHIOPIAN BIRR, ETHIOPIA	MZM	METICAL, MOZAMBIQUE	XCD	EAST CARIBBEAN DOLLAR, ANGUILLA/ANTIGUA & BARBUDA/DOMINICA/GRENADA/ MONTSERRAT/SAINT KITTS & NEVIS/SAINT LUCIA/SAINT VINCENT & THE GRENADINES
EUR	EURO, MEMBER STATES OF THE EUROPEAN UNION	NAD	NAMIBIAN DOLLAR, NAMIBIA		
		NGN	NAIRA, NIGERIA		

SECOND SCHEDULE — *continued*

CODES	DESCRIPTION	CODES	DESCRIPTION	CODES	DESCRIPTION
FIM	MARKKA, FINLAND	NIO	CORDOBA ORO, NICARAGUA		
FJD	FIJI DOLLAR, FIJI	NLG	NETHERLANDS GUIDER, NETHERLANDS		
FKP	FALKLAND ISLANDS POUND, FALKLAND ISLAND (MALVINAS)	NOK	NORWEGIAN KRONE NORWAY/BOUVET ISLAND/SYLBARD & JAN MAYEN	XOF	CFA FRANC BCEAO, BENIN/BURKINA FASO/COTE D' IVOIRE/GUINEA- BISSAU/MALI/NIGER/TOGO/SENE GAL
FRF	FRENCH FRANC, FRANCE/FRENCH GUIANA/FRENCH SOUTHERN TERRITORIES/GUADELOUPE/ MARTINIQUE/MAYOTTE/MO NACO/ REUNION/SAINT PIERRE & MIQUELON/ ANDORRA	NPR	NAPALESE RUPEE, NEPAL	XPF	CFP FRANC, FRENCH POLYNESIA/ NEW CALEDONIA/WALLIS & FUTUNA
		NZD	NEW ZEALAND DOLLAR, NEW ZEALAND, COOK ISLANDS/NUE/ PITCAIRN TOKELAU		
GBP	POUND STERLING, UNITED KINGDOM/ CHANNEL ISLANDS/DOMINICA	OMR	RIAL OMANI, OMAN	YDD	YEMEN DINAR, DEMOCRATIC YEMEN
		PAB	BALBOA, PANAMA	YER	YEMENI RIAL, YEMEN
GEL	LARI, GEORGIA	PEN	NUEVO SOL PERU	YUM	YUGOSLAVIAN DINAR, YUGOSLAVIA
GHC	CEDI/GHANA	PGK	KINA, PAPUA NEW GUINEA		
GIP	GIBRALTAR POUND GIBRALTAR	PHP	PHILIPPINE PESO, PHILIPPINES	ZAR	RAND, LESOTHO/NAMIBIA/SOUTH AFRICA
GMD	DALASI, GAMBIA	PKR	PAKISTAN RUPEE, PAKISTAN		
GNF	GUINEA FRANC, GUINEA	PLN	ZLOTY, POLAND	ZMK	KWACHA, ZAMBIA
GQE	EKWELLE, EQUATORIAL GUINEA	PTE	PORTUGUESE ESCUDO, PORTUGAL	ZRZ	ZAIRE, ZAIRE
GRD	DRACHMA, GREECE	PYG	GUARANI, PARAGUAY	ZWD	ZIMBABWE DOLLAR, ZIMBABWE

[S 245/97 wef 02/06/1997]

[S 16/2003 wef 13/01/2003]

THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 296(4)

**AFFIDAVIT VERIFYING STATEMENT OF AFFAIRS**

**FORM****62**

Name of Company: .....

Company No: .....

SECOND SCHEDULE — continued

#I/We ..... of .....
holder of #Singapore NRIC/Passport No ..... being \* .....
make oath/affirm and say that the particulars contained in the statement of
affairs relating to the abovenamed company dated ..... and
signed by me/us are true to the best of my/our knowledge and belief.

Sworn/Affirmed at .....)

)

this ..... day of .....)

Before me

.....
Commissioner for Oaths / Notary Public

\* Insert description sufficient to show that the person swearing the affidavit is a person referred to in
Regulation 7(7B) of the Companies Regulation.

# Delete where applicable.

[S 245/97 wef 02/06/1997]

[S 16/2003 wef 13/01/2003]

THE COMPANIES ACT
(CHAPTER 50)
THE COMPANIES REGULATIONS
SECTION 270(2) REGULATION 7(7A)
AFFIDAVIT VERIFYING STATEMENT OF AFFAIRS

FORM
62A

Name of Company: .....

Company No: .....

#I/We ..... of .....
holder of # Singapore NRIC/Passport No ..... being\* .....
make oath/affirm and say that the particulars contained in the
statement of affairs relating to the abovenamed company dated ..... and
signed by me/us are true to the best of my/our knowledge and belief.

Sworn/Affirmed at .....)

)

this ..... day of .....)

SECOND SCHEDULE — continued

Before me

.....  
Commissioner for Oaths / Notary Public

\* Insert description sufficient to show that the person swearing the affidavit is a person referred to in Section 270(2) and regulation 7(7A) of the Companies Regulation

# Delete where applicable.

[S 245/97 wef 02/06/1997]

[S 16/2003 wef 13/01/2003]

Form 63 — Deleted by S 16/2003 wef 03/01/2003.

FORM 63A

Regulation 30(1)

IN THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

O.S. No.                    )

of 20                        )

(Seal).

In the Matter of the Companies Act (Cap. 50)

AND

In the Matter of \_\_\_\_\_

*Applicant.*

ORIGINATING SUMMONS

Let all parties concerned attend before the Judge on \_\_\_\_\_ [date/time], on the hearing of an application by the applicant that the company \_\_\_\_\_ may be placed under the judicial management of a judicial manager pursuant to an order to be made by the Court under the provisions of Part VIIIA of the Companies Act.

Dated this     day of     20     .

*Registrar:*

This summons is taken out by \_\_\_\_\_ of \_\_\_\_\_ solicitor for the applicant whose address is \_\_\_\_\_ .

*Note:* This summons shall be served together with an affidavit in support of the application. This summons may not be served more than 6 calendar months after the above date unless renewed by order of the Court.

[S 861/2005 wef 01/04/2006]

FORM 63B

Regulation 30(1)

SECOND SCHEDULE — *continued*AFFIDAVIT SUPPORTING APPLICATION  
FOR JUDICIAL MANAGEMENT ORDER

Name of Company:

Company No:

I, ..... of ..... Singapore (make oath) (affirm) and say as follows:

1. .... (hereinafter called “the company”) was on the ..... day of ..... 20 ..... incorporated under the Companies Act (Cap. 50).

2. The registered office of the company is at .....  
.....

3. The issued capital of the company is \$ \_\_\_\_\_. The amount of the capital paid-up or credited as paid up is \$ \_\_\_\_\_ and the amount of capital unpaid is \$ \_\_\_\_\_.

4. The objects for which the company was established are as follows:

To ..... and other objects set forth in the memorandum of association thereof.

5. The company (is) (will be) unable to pay its debts and there is a reasonable probability of rehabilitating the company or of preserving all or part of its business as a going concern or that otherwise the interests of creditors would be better served than by resorting to a winding up.

(Here set out in paragraphs the facts on which the applicant relies to support his application).

6. The applicant therefore humbly prays as follows:

(a) that the company may be placed under the judicial management of a judicial manager pursuant to an order to be made by the Court under the provisions of Part VIIIA of the Companies Act; or

(b) that such other order may be made in the premises as shall be just.

Sworn or affirmed at, etc.

[S 16/2003 wef 13/01/2003]

[S 861/2005 wef 01/04/2006]

FORM 63C

Regulation 32(1)

COMPANIES ACT  
(CHAPTER 50)

COMPANIES REGULATIONS

NOTICE OF APPLICATION FOR  
JUDICIAL MANAGEMENT ORDER

Name of Company:

SECOND SCHEDULE — continued

Company No:

Notice is hereby given that an application for placing the abovenamed company under the judicial management of a judicial manager by the High Court was, on the ..... day of .. .., filed by the company or its directors (pursuant to a resolution of its members or the board of directors)/by ..... of ....., a (contingent or prospective) creditor or creditors and that the said application is directed to be heard before the Court at ..... a.m./p.m. on the ..... day of ....., and ..... of ..... has been nominated as the judicial manager; and any person who intends to oppose the making of an order under section 227B(5)(b) or the nomination of a judicial manager under section 227B(3)(c) may appear at the time of hearing by himself or his counsel for that purpose; and a copy of the application and its supporting affidavit will be furnished to any creditor or member of the company requiring them by the undersigned on payment of the regulated charge.

The applicant’s address is .....

The applicant’s solicitor is ..... of .....

Signed (a) .....

Note: Any person who intends to appear at the hearing of the application must serve on or send by post to the abovenamed (b) ..... notice in writing of his intention so to do. The notice must state the name and address of the person, or if a firm, the name and address of the firm, and must be signed by the person or firm, or his or their solicitor (if any) and must be served, or, if posted, must be signed by the person or firm, or his or their solicitor (if any) and must be served, or, if posted, must be sent by post in sufficient time to reach the abovenamed not later than 12 o’clock noon of the ..... of ....., (the day before the day appointed for the hearing of the application).

- (a) To be signed by the solicitor to the applicant or by the applicant if he has no solicitor.
(b) Solicitor or applicant, as the case may be.

[S 861/2005 wef 01/04/2006]

FORM 63D

Regulation 33(2)

AFFIDAVIT OF SERVICE OF APPLICATION FOR JUDICIAL MANAGEMENT ORDER

Name of Company:

Company No:

I, ..... of ....., Singapore (make oath) (affirm) and say as follows:

1. (In the case of service of the application on a company by leaving it with a member, officer or servant at the registered office.)



SECOND SCHEDULE — *continued*

That I did on ..... day, the ..... day of ..... 20 ..... serve the abovenamed company with the above-mentioned application and its supporting affidavit by delivering to and leaving with (name and description) a member (or officer) (or servant) of the company a copy of the above-mentioned application and affidavit, duly sealed with the seal of the Court, at (Office as aforesaid), before the hour of ..... in the ..... noon.

2. (In the case of no member, officer or employee of the company being found at the registered office.)

That I did on ..... day, the .....day of ..... 20 ....., having failed to find any member, officer or employee of the abovenamed company at (here state registered office), leave there a copy of the above-mentioned application and its supporting affidavit, duly sealed with the seal of the Court, before the hour of ..... in the ..... noon (add with whom such documents were left, or where, e.g. affixed to door of office, or placed in letter box, or otherwise.)

3. (In the case of directions by the Court as to the member or members of the company to be served.)

That I did on ..... day, the ..... day of ..... 20 ....., serve (name or names and description) with a copy of the above-mentioned application and its supporting affidavit, duly sealed with the seal of the Court, by delivering the application and affidavit personally to the said ....., at (place) before the hour of ..... in the ..... noon.

4. The application and its supporting affidavit are marked 'A'.

Sworn or affirmed at, etc.

[S 861/2005 wef 01/04/2006]

Regulation 35(3)

FORM 63E

COMPANIES ACT  
(CHAPTER 50)

COMPANIES REGULATIONS

NOTICE OF INTENTION TO APPEAR AT APPLICATION  
FOR JUDICIAL MANAGEMENT ORDER

Name of Company:

Company No:

Take notice that .....  
of ..... (a)

\*creditor (creditors) for \$ ..... of the abovenamed company being a majority in number and value of the creditors

\*being a person (persons) who \*has (have) appointed/\*is (are) entitled to appoint a receiver and manager

intend(s) to appear at the hearing of the application advertised to be heard on the .....day of ....  
.....20..... and to oppose

SECOND SCHEDULE — continued

\*the nomination of ..... as the judicial manager made by the applicant in the application pursuant to section 227B(3)(c) of the Act.

\*the making of a judicial management order pursuant to section 227B(5)(b) of the Act.

(Signed) (b) [Name of person or firm.]  
[Address]

.....

(a) State the full name and address.

(b) To be signed by the person or his solicitor.

\*Delete where inapplicable.

[S 861/2005 wef 01/04/2006]

Regulation 36(1)

FORM 63F

COMPANIES ACT  
(CHAPTER 50)

COMPANIES REGULATIONS

LIST OF PARTIES WISHING TO ATTEND  
THE HEARING OF APPLICATION FOR  
JUDICIAL MANAGEMENT ORDER

Name of Company:

Company No:

The following are the names of those who have given notice of their intention to attend the hearing of the application herein, on the .....day of ..... 20 .....

1. Name:

Address:

Name and Address of Solicitors of party who has given notice:

Amount of Debt (Creditor):

Opposing application or nomination:

Supporting:

2. Name:

Address:

SECOND SCHEDULE — continued

Name and Address of Solicitors of party who has given notice:

Amount of Debt (Creditor):

Opposing application or nomination:

Supporting:

3. Name:

Address:

Name and Address of Solicitors of party who has given notice:

Amount of Debt (Creditor):

Opposing application or nomination:

Supporting:

Signature: .....

\_\_\_\_\_  
Name of \*applicant/solicitor  
for the applicant

\*Delete where inapplicable.

[S 861/2005 wef 01/04/2006]

Regulation 40(1)

FORM 63G

COMPANIES ACT  
(CHAPTER 50)

COMPANIES REGULATIONS

NOTICE TO JUDICIAL MANAGER OF  
JUDICIAL MANAGEMENT ORDER

Name of Company:

(Under judicial management)

Company No:

To the Judicial Manager

(Address) .....

Notice is hereby given that, on ..... 20 ..... an order of the High Court for placing the abovenamed company under judicial management and appointing you as the judicial manager was made and the relevant particulars are given as follows:

SECOND SCHEDULE — continued

- (1) Date of filing of application: .....
- (2) Applicant’s solicitor: .....  
.....
- (3) Registered office of the abovenamed company: .....  
.....

Signature: .....

\_\_\_\_\_  
Name of \*applicant/solicitor  
for the applicant

\*Delete where inapplicable.

[S 861/2005 wef 01/04/2006]

Regulation 40(1)

FORM 63H  
COMPANIES ACT  
(CHAPTER 50)  
COMPANIES REGULATIONS  
NOTICE OF JUDICIAL MANAGEMENT ORDER  
FOR PUBLICATION

Name of Company:

(Under judicial management)

Company No.:

Notice is hereby given that on ..... day of ..... 20..... an order for placing the abovenamed company under judicial management was made and the relevant particulars of the matter are given as follows:

- (1) Number of matter: .....
- (2) Date of filing of application: .....
- (3) Applicant’s solicitors: .....  
.....
- (4) Date of Order: .....
- (5) Registered office of the abovenamed company: .....

SECOND SCHEDULE — continued

.....

Signature: .....

\_\_\_\_\_  
Name of \*applicant/solicitor  
for the applicant

\*Delete where inapplicable.

[S 861/2005 wef 01/04/2006]

Regulation 40(3)

FORM 63I

COMPANIES ACT  
(CHAPTER 50)

COMPANIES REGULATIONS

ORDER OF COURT FOR JUDICIAL MANAGEMENT

..... day of ..... 20 .....

(Title)

Upon the application of ..... on the .....  
day of ..... 20 ..... being filed with the Court, and upon hearing .....  
..... for the applicant, and ..... for .....  
....., and upon reading the application, an affidavit of ....., filed, supporting the  
application, an affidavit of ....., filed the .....  
day of ..... 20 ....., the *Gazette* of the ..... day of ..... 20 ....., the ...  
..... newspaper of the ..... day of ..... [enter any  
other papers], each containing an advertisement of the application [enter any other evidence], this  
Court ordered:

- (1) that the abovenamed company be placed under the judicial management of a  
judicial manager under Part VIIIA of the Companies Act for the following  
purpose(s): \_\_\_\_\_;
- (2) that \_\_\_\_\_ be appointed judicial manager of the company; and
- (3) that the affairs, business and property of the company be managed by the judicial  
manager during the period in which this Order is in force.

SECOND SCHEDULE — continued

Note: It will be the duty of such of the persons as are liable to make out or concur in making out a statement of affairs as the judicial manager may require, to attend on him at such time and place as he may appoint and to give him all information he may require.

[S 16/2003 wef 13/01/2003]

[S 861/2005 wef 01/04/2006]

[S 255/2008 wef 15/05/2008]

Form 63J — Deleted by S 861/2005 wef 01/04/2006.

Form 63K — Deleted by S 16/2003 wef 13/01/2003.

<p>THE COMPANIES ACT (CHAPTER 50)</p> <p>THE COMPANIES REGULATIONS</p> <p>SECTION 227N/REGULATION 55</p> <p>NOTICE OF JUDICIAL MANAGER TO CREDITORS OF FIRST MEETING</p>
--

<p>FORM</p> <p><b>63L</b></p>
-------------------------------

Folio No.

Name of Company:

(Under judicial management)

Company No:

(Under the Order for judicial management of the abovenamed company dated the ..... day of ..... 19 .....)

Notice is hereby given that the first meeting of creditors in the above matter will be held at ..... on the ..... day of ..... 19 ....., at ..... am/pm.

To entitle you to vote thereat your proof must be lodged with me not later than ..... am/pm on ..... day of ..... 19 .....

Dated this ..... day of ..... 19 .....

.....  
Judicial Manager

Address of Judicial Manager:

.....  
.....  
.....

SECOND SCHEDULE — continued

THE COMPANIES ACT  
(CHAPTER 50)

THE COMPANIES REGULATIONS

REGULATION 56

NOTICE OF JUDICIAL MANAGER TO DIRECTORS  
AND OFFICERS OF COMPANY TO ATTEND  
FIRST MEETING OF CREDITORS

FORM  
**63M**

Folio No.

Name of Company:

(Under judicial management)

Company No:

Take notice that the first meeting of creditors will be held at ..... on the .....  
.... day of ..... 19 ..... at ..... am/pm and that you are required to attend thereat,  
and give such information as the meeting may require.

Dated this ..... day of ..... 19 .....

To: (Name of person required to attend)

.....  
Judicial Manager

Address of Judicial Manager:

.....  
.....  
.....

THE COMPANIES ACT  
(CHAPTER 50)

THE COMPANIES REGULATIONS

REGULATION 58

NOTICE OF JUDICIAL MANAGER'S  
MEETING OF CREDITORS

FORM  
**63N**

Folio No.

Name of Company:

SECOND SCHEDULE — continued

(Under judicial management)

Company No:

Take notice that a meeting of creditors in the above matter will be held at ..... on the ..... day of ..... 19 ..... at ..... am/pm.

Agenda

(a)

Dated this ..... day of ..... 19 .....

.....  
Judicial Manager

Forms of general and special proxies are enclosed herewith. Proxies to be used at the meeting must be lodged not later than ..... am/pm on the ..... day of ..... 19.....

.....  
(a) Here insert purpose for which meeting called.

THE COMPANIES ACT  
(CHAPTER 50)  
THE COMPANIES REGULATIONS  
REGULATION 61  
AFFIDAVIT OF POSTING OF  
NOTICES OF MEETING

FORM  
630

Folio No.

Name of Company:

(Under judicial management)

Company No:

I, .....a (a) ....., make oath (solemnly, sincerely and truly affirm) and say as follows:

- 1 That I did on the ..... day of .....19 ..... send to each creditor mentioned in the company’s statement of affairs a notice of the time and the place of the (b) ..... in the form hereunto annexed marked “A”.
2 That the notices for creditors were addressed to the creditors respectively, according to their respective names and addresses appearing in the statement of affairs of the company



SECOND SCHEDULE — *continued*

3 That I sent the said notices by putting the same prepaid into the post office at .....  
..... at .....am/pm on the said day.

Sworn or affirmed, etc.

- (a) State the description of the deponent.
- (b) Insert here “general” or “adjourned general” or “first” meeting of creditors.

THE COMPANIES ACT  
(CHAPTER 50)  
  
THE COMPANIES REGULATIONS  
REGULATION 68  
  
MEMORANDUM OF ADJOURNMENT OF MEETING  
OF CREDITORS IN RELATION TO  
JUDICIAL MANAGEMENT

FORM  
**63P**

Folio No.

Name of Company:

(Under judicial management)

Company No:

- (1) Date and time of meeting:
- (2) Place of meeting:
- (3) Name of the chairman of meeting:
- (4) The meeting was adjourned to:
- (5) Reason for adjournment:

.....  
Signature of Chairman

THE COMPANIES ACT  
(CHAPTER 50)  
  
THE COMPANIES REGULATIONS  
REGULATION 69(3)

FORM  
**63Q**

SECOND SCHEDULE — *continued*

MEMORANDUM OF PROCEEDINGS AT ADJOURNED  
FIRST MEETING OF CREDITORS IN  
RELATION TO JUDICIAL MANAGEMENT

Folio No.

Name of Company:

(Under judicial management)

Company No:

1 Date and time of meeting:

2 Place of meeting:

3 Name of the chairman of meeting:

4 Memorandum – The adjourned meeting of creditors in the abovementioned matter was held at the time and place abovementioned but it appearing that there was not a quorum of creditors qualified to vote present or represented, no resolution was passed, and the meeting was not further adjourned.

.....  
Signature of Chairman

THE COMPANIES ACT  
(CHAPTER 50)

THE COMPANIES REGULATIONS  
REGULATION 75(2)

LIST OF CREDITORS PRESENT AT A  
MEETING OF CREDITORS

FORM  
**63R**

Folio No.

Name of Company:

(Under judicial management)

Company No:

Place of meeting:

Date and time of meeting:

The following creditors were present personally or by their representatives:

SECOND SCHEDULE — *continued*

Number	Name of creditors	Name of representatives (if any)	Amount of proof
1			
2			
3			
4			
5			
6			
7			
8			
9			

Signature: .....

.....  
Name of Chairman of meeting

THE COMPANIES ACT  
(CHAPTER 50)  
  
THE COMPANIES REGULATIONS  
REGULATION 76  
  
NOTICE TO PROVE DEBT OR CLAIM  
FOR PUBLICATION

FORM  
  
**63S**

Folio No.

Name of Company:

(Under judicial management)

Company No:

Address of registered office of abovenamed company: .....

.....

Number of matter: .....

Last day for receiving proofs: .....

Name of judicial manager: .....

Address: .....

.....

SECOND SCHEDULE — continued

.....  
Judicial Manager

THE COMPANIES ACT  
(CHAPTER 50)  
THE COMPANIES REGULATIONS  
REGULATION 76  
NOTICE TO CREDITORS OF A COMPANY  
UNDER JUDICIAL MANAGEMENT TO  
PROVE DEBT OR CLAIM

FORM  
**63T**

Folio No.

To:

Name of Company:

(Under judicial management)

Company No:

Name of judicial manager giving this notice:

Name of company/firm:

Address:

I/We, the abovenamed judicial manager(s), hereby give notice –

- (1) that you are mentioned in the statement of affairs, but you have not yet proved your debt.
- (2) that you are required to prove your debt by the ..... day of ..... 19 .....

Dated this ..... day of ..... 19 .....

.....  
Signature(s) of Judicial Manager(s) giving notice

THE COMPANIES ACT  
(CHAPTER 50)  
THE COMPANIES REGULATIONS  
REGULATION 76

FORM  
**63U**

SECOND SCHEDULE — *continued*

**NOTICE TO PERSONS CLAIMING TO BE CREDITORS  
OF A COMPANY UNDER JUDICIAL MANAGEMENT TO  
PROVE DEBT OR CLAIM**

Folio No.

To:

Name of Company:

(Under judicial management)

Company No:

Name of judicial manager giving this notice:

Name of company/firm:

Address:

I/We, the abovenamed judicial manager(s) hereby give notice that you are required to establish your claim to the satisfaction of the Court on or before the .... day of ..... 19 .....

Dated this ..... day of ..... 19 .....

.....  
Signature(s) of Judicial Manager(s) giving notice

THE COMPANIES ACT  
(CHAPTER 50)  
THE COMPANIES REGULATIONS  
REGULATION 77  
NOTICE OF REJECTION OF PROOF OF DEBT

FORM  
**63V**

Folio No.

Name of Company:

(Under judicial management)

Company No:

Take notice that, as Judicial Manager of the abovenamed company, I have this day rejected your claim against the company \*(to the extent of \$ ) on the following grounds:

SECOND SCHEDULE — continued

And further take notice that subject to the power of the Court to extend the time, no application to reverse or vary my decision in rejecting your proof will be entertained after the expiration of 14 days from this date.

Dated this ..... day of ..... 19 .....

.....  
Judicial Manager

Address of Judicial Manager:

.....  
.....  
.....

.....  
\*Delete where inapplicable.

Form 63W — Deleted by S 16/2003 wef 13/01/2003.

THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 236(3)  
NOTICE BY INSPECTOR INVESTIGATING  
THE AFFAIRS OF A COMPANY

FORM  
64

Folio No.

Name of Company:

Company No:

To ..... of .....

I, ....., of ..... \*NRIC/Passport No ....., was appointed on ..... 19 .  
.....

\*by the Minister for ..... in pursuance of the powers conferred upon him by the Companies Act,

\*by a special resolution passed at a general meeting of the members of ..... Limited

as an inspector to investigate the affairs of the abovenamed company and to report thereon. Under the provisions of the Companies Act, I, as such an inspector, may require certain persons to appear

SECOND SCHEDULE — *continued*

before me for examination on oath or affirmation in relation to the business of the company, and to produce all books and documents in the custody or under the control of those persons.

Take notice that you are hereby required to appear before me on ..... 19....., at ..... at ....., for examination on oath or affirmation in relation to the business of the abovenamed company, and also to bring with you and produce at that time and place for examination the following books and documents:

Dated this ..... day of ..... 19 .....

Signature: .....

Name of Inspector: .....

\* Delete whichever is inapplicable.

*Form 65 — Deleted by S 16/2003 wef 13/01/2003.*

<p>THE COMPANIES ACT (CHAPTER 50)</p> <p>SECTION 291(1)</p> <p><b>STATUTORY DECLARATION BY DIRECTORS OF COMPANY'S INABILITY TO CONTINUE BUSINESS BY REASON OF ITS LIABILITIES</b></p>	<p><b>FORM 65A</b></p>
---	----------------------------

Name of Company:

Company No:

Official Receiver,  
Singapore

\*I/We, ..... of ..... NRIC/Passport No .....  
..... make oath and say as follows:

- (1) \*I/We \*am/are (a) director(s) of the abovenamed company;
- (2) the abovenamed company cannot by reason of its liabilities continue its business;  
and

SECOND SCHEDULE — continued

(3) the meetings of the abovenamed company and of its creditors have been summoned for the ..... day of ....., being a date within one month of the date of this Statutory Declaration;

and \*I/we make this solemn declaration by virtue of the provisions of the Oaths and Declarations Act (Cap 211), and subject to the penalties provided by that Act for the making of false statements in statutory declarations, conscientiously believing the statements contained in this declaration to be true in every particular.

Declared at ..... this ..... day of .....

Before me -

Signature: .....

.....

Name of Director

Signature: .....

.....  
Commissioner for Oaths/Notary Public

Signature: .....

.....

Name of Director

\* Delete where applicable.

Lodged in the office of the Official Receiver by Name: Address: Tel No:      Fax No:	<p style="text-align: center;"><u>For Official Use</u></p> Date of Lodgement: Receipt No: Checked By:
--	---

[S 16/2003 wef 13/01/2003]

Form 66 — Deleted by S 16/2003 wef 13/01/2003.

**THE COMPANIES ACT**  
**(CHAPTER 50)**  
**SECTION 295(1)**  
**NOTICE OF MEETING OF CREDITORS**

**FORM**  
**67**



SECOND SCHEDULE — continued

Folio No

Name of Company:

Company No:

Notice is hereby given that pursuant to section 295(1) of the Companies Act, a meeting of the creditors of the abovenamed company will be held at ..... on ..... 19 ..... at ..... ..

The winding up of the company commenced on ..... 19 ..... and \*I/We \*was/were appointed liquidator(s) by resolution of the members of the company. As the directors declared that the company would be able to pay its debts in full within a period of ..... months after the commencement of the winding up, the liquidation is proceeding as a members' voluntary winding up.

\*I/We have formed the opinion that the company will not be able to pay or provide for the payment of its debts in full within that period and this meeting is summoned in order that the creditors may, if they so wish, exercise their right under section 295(2) of the Companies Act, to appoint some person other than \*myself/ourselves to be the liquidator(s) of the company for the purpose of winding up the affairs and distributing the assets of the company.

A statement of the assets and liabilities of the company will be laid before the meeting.

Dated this ..... day of ..... .. 19.....

Signature: .....

.....  
Name of Liquidator(s)

\_\_\_\_\_  
\* Delete where inapplicable.

Form 68 to 75 — Deleted by S 16/2003 wef 13/01/2003.

**THE COMPANIES ACT  
(CHAPTER 50)  
SECTION 322(1)  
PARTICULARS OF UNCLAIMED ASSETS PAYABLE TO  
COMPANIES LIQUIDATION ACCOUNT**

**FORM  
76**

Folio No

SECOND SCHEDULE — *continued*

Name of Company:

Company No:

The Official Receiver,  
Singapore

In pursuance of section 322(1) of the Companies Act, \*I/We, ..... of .....  
..... \*NRIC/Passport No ..... and ..... of .....  
..... \*NRIC/Passport No ..... the liquidator(s) of the abovenamed company, forward  
herewith to be placed to the credit of the Companies Liquidation Account the moneys of which  
particulars are given below and which represent –

- (a) unclaimed dividend or other moneys which have remained unclaimed for more than  
6 months from the date when the dividend or other moneys became payable; and
- (b) unclaimed or undistributed moneys arising from the property of the company after  
making a final distribution.

## †PARTICULARS

Name of creditor/shareholder or other person	Amount	Description of unclaimed money or dividend
Total		

FORM 76 CONTINUATION SHEET \_\_\_\_\_

FORM

76

Folio No

Name of Company:

Company No:

## †PARTICULARS

Name of creditor/shareholder or other person	Amount	Description of unclaimed money or dividend
Total		

Dated this ..... day of ..... 19 .....

1# Signature : .....

2 Signature : .....

SECOND SCHEDULE — *continued*

Name of  
Liquidator : .....

Name of  
Liquidator : .....

- \* Delete where inapplicable.
- † Insert full particulars of each creditor and of each shareholder whose dividend has been unclaimed or undistributed, and full particulars of miscellaneous amounts.
- ‡ If there is more than one liquidator, all liquidators must sign.

THE COMPANIES ACT  
(CHAPTER 50)  
COMPANIES REGULATIONS  
(SECTION 327 AND REGULATIONS 42, 44 AND 52)  
PROOF OF DEBT FORM

FORM 77
------------

1 Companies Winding Up Number  
(Not applicable to companies under Judicial Management)

2 Name of Wound Up Company/Company  
under  
Judicial Management  
(Delete where inapplicable)

CW/ _____ / _____ (Number)                      (Year)
---

_____ Ltd
-----------

3 Particulars of Creditor Claiming Debt

Name of Creditor: _____ IC/Passport No/Company/Business Registration No.: _____ Postal Address (Please see note a): _____ _____ Contact Nos. (Tel/Pager/HP): _____ Fax No.: _____ E-mail Address: _____ Creditor's Reference No. (Please see note b): _____
---

4 Particulars of Debt

SECOND SCHEDULE — *continued*

Date Debt Incurred	Details of Debt ( <i>Please see notes c, d &amp; e</i> )	Currency	Amount (\$)
Total Amount of Debt Claimed (In Figures):			
Total Amount of Debt Claimed (In Words): _____ _____			

5 Security Held (*Please indicate "NIL" if no securities are held by creditor*)

Brief Description & Value of Securities: _____ _____ _____ _____
---

6 Particulars Of Persons Authorised To Complete This Proof Of Debt Form

(*If same as in box 3 above, please indicate "see box 3 above"*)

Name: _____
NRIC No./Passport No.: _____
Relationship to Creditor: _____
( <i>State whether director/employee/solicitors/accountant, etc</i> )
Name of Company/Firm: _____
( <i>Where applicable</i> )
Contact Nos. (Tel/pager/HP): _____
Fax No.: _____ E-mail address: _____

7 Signature of Creditor/Person Authorised To Complete This Proof Of Debt Form

7.1 I declare that to the best of my knowledge and belief, the company owes the creditor the amount claimed in box 4.
7.2 I declare that I am duly authorised, by the creditor/under the seal of the creditor company, to complete this proof of debt form.

Signature: _____	Date: _____ / _____ / _____
	(Day) (Month) (Year)

SECOND SCHEDULE — *continued***WARNING**

Lodging a false proof of debt is a criminal offence punishable with fine or imprisonment or both.

Note:

- a. Please inform the Liquidator/Official Receiver/Judicial Manager of any change in address.
- b. Please indicate the reference number that will be quoted in future correspondences with the liquidator or judicial manager.
- c. Example of Debts are:
- |                      |                     |                        |                           |
|----------------------|---------------------|------------------------|---------------------------|
| - Good Supplied      | - Services Rendered | - GST                  | - Others (please specify) |
| - Wages and Salaries | - Personal Loan     | - Overdraft facilities |                           |
| - Income Tax         | - Property Tax      | - CPF                  |                           |
- d. Please attach copies of documents substantiating the debt. The onus is upon the creditor to prove the debt.
- e. For claims made by an authorised person on behalf of a group of workmen and others employed by the company, please provide a schedule reflecting the name, identification/passport no., address, debt description, period of which wages are due and the amount due, for each individual workman/employee.

For Official Use Only

Adjudicated on \_\_\_\_\_ day of \_\_\_\_\_ year \_\_\_\_\_

Admitted as follows:

Preferential \$ \_\_\_\_\_

Ordinary \$ \_\_\_\_\_

Total Admitted \$ \_\_\_\_\_

Amount Rejected \$ \_\_\_\_\_

Total Amount of Debt Claimed \$ \_\_\_\_\_

\_\_\_\_\_  
Signature of Liquidator/Judicial Manager

[S 245/97 wef 02/06/1997]

[S 314/2001 wef 01/07/2001]

*Form 78 — Deleted by S 314/2001 wef 01/07/2001.*

*Form 79 to 94 — Deleted by S 16/2003 wef 13/01/2003.*

*Electronic Form 3 to 60 — Deleted by S 27/2002 wef 15/01/2002.*

*Electronic Form 61 to 62 — Deleted by S 245/97 wef 02/06/1997.*

*Electronic Form 63 to 94 — Deleted by S 27/2002 wef 15/01/2002.*

LEGISLATIVE HISTORY  
COMPANIES REGULATIONS  
(CHAPTER 50, RG 1)

This Legislative History is provided for the convenience of users of the Companies Regulations. It is not part of these Regulations.

- 1. G. N. No. S 138/1987 — Companies Regulations 1987**  
Date of commencement : 15 May 1987
- 2. G. N. No. S 139/1988 — Companies (Amendment) Regulations 1988**  
Date of commencement : 10 June 1988
- 3. G. N. No. S 396/1988 — Companies (Amendment No. 2) Regulations 1988**  
Date of commencement : 3 January 1989
- 4. G. N. No. S 52/1989 — Companies (Amendment) Regulations 1989**  
Date of commencement : 25 February 1989
- 5. G. N. No. S 479/1989 — Companies (Amendment No. 2) Regulations 1989**  
Date of commencement : 18 December 1989
- 6. G. N. No. S 112/1990 — Companies (Amendment) Regulations 1990**  
Date of commencement : 23 March 1990
- 7. G. N. No. S 174/1990 — Companies (Amendment of Second Schedule) Regulations 1990**  
(G.N. No. S 223/1990 — Corrigendum)  
Date of commencement : 19 April 1990
- 8. 1990 Revised Edition — Companies Regulations**  
Date of operation : 25 March 1992
- 9. G. N. No. S 445/1993 — Companies (Amendment) Regulations 1993**  
Date of commencement : 12 November 1993
- 10. G. N. No. S 2/1996 — Companies (Amendment) Regulations 1996**  
Date of commencement : 1 February 1996
- 11. G. N. No. S 245/1997 — Companies (Amendment) Regulations 1997**  
Date of commencement : 2 June 1997
- 12. G. N. No. S 561/1998 — Companies (Amendment) Regulations 1998**  
Date of commencement : 18 November 1998

- 13. G. N. No. S 27/2001 — Companies (Amendment) Regulations 2001**  
Date of commencement : 22 January 2001
- 14. G. N. No. S 314/2001 — Companies (Amendment No. 2) Regulations 2001**  
Date of commencement : 1 July 2001
- 15. G. N. No. S 27/2002 — Companies (Amendment) Regulations 2002**  
Date of commencement : 15 January 2002
- 16. G. N. No. S 237/2002 — Companies (Amendment No. 2) Regulations 2002**  
Date of commencement : 1 July 2002
- 17. G. N. No. S 354/2002 — Companies (Amendment No. 3) Regulations 2002**  
Date of commencement : 1 August 2002
- 18. G. N. No. S 16/2003 — Companies (Amendment) Regulations 2003**  
Date of commencement : 13 January 2003
- 19. G. N. No. S 236/2003 — Companies (Amendment No. 2) Regulations 2003**  
Date of commencement : 15 May 2003
- 20. G. N. No. S 260/2003 — Companies (Amendment No. 3) Regulations 2003**  
Date of commencement : 1 June 2003
- 21. G. N. No. S 137/2004 — Companies (Amendment) Regulations 2004**  
Date of commencement : 1 April 2004
- 22. G. N. No. S 270/2004 — Companies (Amendment No. 2) Regulations 2004**  
Date of commencement : 1 April 2004
- 23. G. N. No. S 293/2004 — Companies (Amendment No. 3) Regulations 2004**  
Date of commencement : 1 June 2004
- 24. G. N. No. S 53/2006 — Companies (Amendment) Regulations 2006**  
Date of commencement : 30 January 2006
- 25. G. N. No. S 861/2005 — Companies (Amendment) Regulations 2005**  
Date of commencement : 1 April 2006
- 26. G. N. No. S 255/2008 — Companies (Amendment) Regulations 2008**  
Date of commencement : 15 May 2008
- 27. G.N. No. S 90/2009 — Companies (Amendment) Regulations 2009**  
Date of commencement : 1 March 2009

**28. G.N. No. S 398/2013 — Companies (Amendment) Regulations 2013**

Date of commencement : 2 July 2013

**29. G.N. No. S 280/2015 — Companies (Amendment) Regulations 2015**

Date of commencement : 15 May 2015

**30. G.N. No. S 379/2015 — Companies (Amendment No. 2) Regulations 2015**

Date of commencement : 1 July 2015

**31. G.N. No. S 831/2015 — Companies (Amendment No. 3) Regulations 2015**

Date of commencement : 3 January 2016

**32. G.N. No. S 327/2016 — Companies (Amendment) Regulations 2016**

Date of commencement : 8 February 2016