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#### No. S 116

## COMPANIES ACT (CHAPTER 50)

## COMPANIES (REGISTER OF CONTROLLERS AND NOMINEE DIRECTORS) REGULATIONS 2017

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In exercise of the powers conferred by section 411 of the Companies Act, the Minister for Finance makes the following Regulations:

#### PART 1

#### **PRELIMINARY**

#### Citation and commencement

1. These Regulations are the Companies (Register of Controllers and Nominee Directors) Regulations 2017 and come into operation on 31 March 2017.

#### Definition

**2.** In these Regulations, "identity card" has the meaning given to it in section 2(1) of the National Registration Act (Cap. 201).

#### PART 2

#### REGISTER OF CONTROLLERS

## Prescribed particulars, form and place under section 386AF(7) of Act

- **3.**—(1) For the purposes of section 386AF(7)(a) and (b) of the Act, the prescribed particulars of a company's or foreign company's registrable individual controllers are
  - (a) full name;
  - (b) aliases, if any;
  - (c) residential address;
  - (d) nationality;
  - (e) identity card number or passport number;
  - (f) date of birth;
  - (g) date on which the registrable individual controller became an individual controller of the company or foreign company (as the case may be); and
  - (h) date on which the registrable individual controller ceased to be an individual controller of the company or foreign company (as the case may be), if applicable.
- (2) For the purposes of section 386AF(7)(a) and (b) of the Act, the prescribed particulars of a company's or foreign company's registrable corporate controllers are
  - (a) name;
  - (b) unique entity number issued by the Registrar, if any;
  - (c) address of registered office;
  - (d) legal form of the registrable corporate controller;
  - (e) jurisdiction where, and statute under which, the registrable corporate controller is formed or incorporated;
  - (f) the name of the corporate entity register of the jurisdiction in which the registrable corporate controller is formed or incorporated, if applicable;

- (g) identification number or registration number of the registrable corporate controller on the corporate entity register of the jurisdiction where the registrable corporate controller is formed or incorporated, if applicable;
- (h) date on which the registrable corporate controller became a corporate controller of the company or foreign company (as the case may be); and
- (i) date on which the registrable corporate controller ceased to be a corporate controller of the company or foreign company (as the case may be), if applicable.
- (3) For the purposes of section 386AF(7)(c) of the Act, the prescribed form of the register of controllers is set out in the First Schedule.
- (4) For the purposes of section 386AF(7)(c) of the Act, any of the following places is a prescribed place:
  - (a) the registered office of the company or foreign company;
  - (b) the registered office of any registered filing agent appointed by the company or foreign company for the purpose of keeping the register of controllers.

### Prescribed times or periods for purposes of Part XIA of Act

**4.** For the purposes of the provisions of Part XIA of the Act set out in the first column of the Second Schedule, the prescribed times or periods are set out opposite in the second column of that Schedule.

## Prescribed manner of confirmation under section 386AF(10) of Act, etc.

- **5.**—(1) For the purposes of section 386AF(10) of the Act, the particulars of a controller to be entered in a company's or foreign company's register of controllers are treated as confirmed if
  - (a) in response to a notice of the company or foreign company given under section 386AG(2) of the Act, a person confirms, or a registered filing agent confirms on behalf of the person, that the person is a registrable controller and has provided those particulars; or

- (b) a person has notified the company or foreign company under section 386AJ(1) of the Act that the person is a registrable controller and has provided those particulars.
- (2) For the purposes of section 386AF(10) of the Act, the particulars of a controller to be updated in a company's or foreign company's register of controllers (called in this paragraph the new particulars) are treated as confirmed if
  - (a) in response to a notice of the company or foreign company given under section 386AH(1) of the Act, the registrable controller confirms, or a registered filing agent confirms on behalf of the registrable controller, that a change in the registrable controller's particulars that are stated in the register of controllers has occurred and has provided the new particulars as the particulars that have changed;
  - (b) in response to a notice of the company or foreign company given under section 386AI(1) of the Act, the registrable controller confirms, or a registered filing agent confirms on behalf of the registrable controller, that the particulars that are stated in the register of controllers are incorrect and has provided the new particulars as the correct particulars; or
  - (c) the registrable controller has notified the company or foreign company under section 386AK(1) of the Act that a change in the registrable controller's particulars that are stated in the register of controllers has occurred and has provided the new particulars as the particulars that have changed.

## Prescribed forms under section 386AG(3) of Act

- **6.**—(1) For the purposes of section 386AG(3)(b) of the Act, the prescribed form of a notice mentioned in section 386AG(2)(a) of the Act is set out in the Third Schedule.
- (2) For the purposes of section 386AG(3)(b) of the Act, the prescribed form of a notice mentioned in section 386AG(2)(b) of the Act is set out in the Fourth Schedule.

## Prescribed form under section 386AG(3)(b) of Act as applied by section 386AH(3) of Act

7. For the purposes of section 386AG(3)(b) of the Act as applied by section 386AH(3) of the Act, the prescribed form of a notice mentioned in section 386AH(1) of the Act is set out in the Fifth Schedule.

## Prescribed form under section 386AG(3)(b) of Act as applied by section 386AI(3) of Act

**8.** For the purposes of section 386AG(3)(b) of the Act as applied by section 386AI(3) of the Act, the prescribed form of a notice mentioned in section 386AI(1) of the Act is set out in the Sixth Schedule.

#### PART 3

#### REGISTER OF NOMINEE DIRECTORS

## Prescribed particulars of person for whom director is nominee under section 386AL(1) and (2) of Act

- **9.**—(1) For the purposes of section 386AL(1)(a) and (b) and (2)(a) and (b) of the Act, the prescribed particulars of an individual for whom the director is a nominee are
  - (a) full name;
  - (b) aliases, if any;
  - (c) residential address;
  - (d) nationality;
  - (e) identity card number or passport number;
  - (f) date of birth; and
  - (g) date on which the director became the individual's nominee.
- (2) For the purposes of section 386AL(1)(a) and (b) and (2)(a) and (b) of the Act, the prescribed particulars of a legal entity for whom the director is a nominee are —

- (a) name;
- (b) unique entity number issued by the Registrar, if any;
- (c) address of registered office;
- (d) legal form of the legal entity;
- (e) jurisdiction where, and statute under which, the legal entity is formed or incorporated;
- (f) the name of the corporate entity register of the jurisdiction in which the legal entity is formed or incorporated, if applicable;
- (g) identification number or registration number of the legal entity on the corporate entity register of the jurisdiction where the legal entity is formed or incorporated, if applicable; and
- (h) date on which the director became the legal entity's nominee.

## Prescribed form and place of register of nominee directors under section 386AL(4) of Act

- **10.**—(1) For the purposes of section 386AL(4) of the Act, the prescribed form of the register of nominee directors is set out in the Seventh Schedule.
- (2) For the purposes of section 386AL(4) of the Act, any of the following places is a prescribed place:
  - (a) the registered office of the company;
  - (b) the registered office of any registered filing agent appointed by the company for the purpose of keeping the register of nominee directors.

### PART 3A

### CENTRAL REGISTER OF CONTROLLERS

[S 625/2020 wef 30/07/2020]

### Prescribed form and manner of lodgment

**10A.** For the purposes of section 386AN(3) of the Act, any lodgment made under section 386AN(2)(b) of the Act must be made through the electronic transaction system established under Part VIA of the Accounting and Corporate Regulatory Authority Act (Cap. 2A).

[S 625/2020 wef 30/07/2020]

## Prescribed circumstances for disclosure, etc., of central register of controllers

- **10B.**—(1) For the purposes of section 386AN(5) of the Act, the Registrar may disclose, or make available for inspection, the central register of controllers of companies and foreign companies kept by the Registrar to a public agency whose functions include administering or enforcing any written law, where
  - (a) the public agency has requested
    - (i) information in the central register of controllers of companies and foreign companies; or
    - (ii) to inspect the central register of controllers of companies and foreign companies; and
  - (b) the Registrar is satisfied that the information or inspection so requested is for the purpose of enabling the public agency to administer or enforce the written law.
- (2) In this regulation, "public agency" has the meaning given by section 386AM(6) of the Act.

[S 625/2020 wef 30/07/2020]

#### PART 4

#### REGISTER OF MEMBERS OF FOREIGN COMPANY

## **Application of section 192 of Act**

11.—(1) For the purposes of section 384(a)(ii) of the Act, section 192(2) and (3) of the Act applies to the register of members of a foreign company as it applies to the register of

members of a public company, subject to the modifications in paragraph (2).

- (2) For the purposes of paragraph (1)
  - (a) a reference in section 192(2) and (3) of the Act to "any member" is to be read as a reference to "any member of the foreign company";
  - (b) a reference in section 192(3) of the Act to "the public company" is to be read as a reference to "the foreign company"; and
  - (c) a reference in section 192(3) of the Act to "the company" is to be read as a reference to "the foreign company".
- (3) Subject to the modification in paragraph (4), section 192(4) of the Act applies to a failure to send a copy of the register of members of a foreign company requested under section 192(3) of the Act as applied by paragraph (1).
  - (4) The modification mentioned in paragraph (3) is that
    - (a) the reference in section 192(4) of the Act to "subsection (3)" is to be read as a reference to "section 192(3) of the Act. applied as by regulation 11(1) of the Companies (Register of Controllers and Nominee Directors) Regulations 2017"; and
    - (b) each reference to "the company" is to be read as a reference to "the foreign company".

### FIRST SCHEDULE

10

Regulation 3(3)

## 

[Complete one entry in the register for each controller]

Date of entry:	Name of controller:	Part 1*
		Full name of the registrable individual controller:
		2. Aliases, if any of the registrable individual controller:
		3. Residential address of the registrable individual controller:
		4. Nationality of the registrable individual controller:
		Identity card number or passport number of the registrable individual controller:
		6. Date of birth of the registrable individual controller:
		7. Date on which the registrable individual controller became an individual controller of [name of company or foreign company]:
		Date on which the registrable individual controller ceased to be an individual controller of [name of company or foreign company]:

### FIRST SCHEDULE — continued

Part 2**
Name of the registrable corporate controller:
2. Unique entity number of the registrable corporate controller issued by the Registrar, if any:
3. Address of registered office of the registrable corporate controller:
4. Legal form of the registrable corporate controller:
Jurisdiction where, and statute under which, the registrable corporate controller is formed or incorporated:
6. The name of the corporate entity register of the jurisdiction in which the registrable corporate controller is formed or incorporated, if applicable:
7. Identification number or registration number on the corporate entity register of the jurisdiction where the registrable corporate controller is formed or incorporated, if applicable:
8. Date on which the registrable corporate controller became a corporate controller of [name of company or foreign company]:
9. Date on which the registrable corporate controller ceased to be a corporate controller of [name of company or foreign company]:

<sup>\*</sup> Where the controller is a registrable individual controller, complete Part 1.

<sup>\*\*</sup> Where the controller is a registrable corporate controller, complete Part 2.

#### SECOND SCHEDULE

Regulation 4

#### First column

Provision of Act (description)

- 1. Section 386AF(8) and (9)(a) (prescribed time to enter particulars of any controller in register or update particulars of any controller in register)
- 2. Section 386AF(8) and (9)(b) (prescribed time to enter or update particulars with a note indicating that the particulars have not been confirmed by the controller, if the company or foreign company does not receive the controller's confirmation)
- 3. Section 386AG(3)(a) (prescribed time for compliance with a notice mentioned in section 386AG(2))
- 4. Section 386AG(3)(c) (prescribed period within which a notice mentioned in section 386AG(2) must be given)
- 5. Section 386AH(2) (prescribed period within which a notice mentioned in section 386AH(1) must be given)

#### Second column

Prescribed time or period

- 2 business days after each date on which the particulars of any controller are confirmed by the controller
- 2 business days after the end of 30 days after the date on which a notice mentioned in section 386AG(2), 386AH(1) or 386AI(1) (as the case may be) of the Act is sent by the company or foreign company
- 30 days after the date on which the notice mentioned in section 386AG(2) of the Act is sent by the company or foreign company
- 2 business days after the date on which the company or foreign company first knows the existence of, or first has reasonable grounds to believe that there exists, a person to whom a notice must be given under section 386AG(2) of the Act
- 2 business days after the date on which the company or foreign company first knows of a relevant change in the particulars of a registrable controller that are stated in the company's or foreign company's register of controllers, or first has reasonable grounds to believe that such a change has occurred

#### SECOND SCHEDULE — continued

#### First column

Provision of Act (description)

- 6. Section 386AG(3)(a) as applied by section 386AH(3) (prescribed time for compliance with a notice mentioned in section 386AH(1))
- 7. Section 386AI(2) (prescribed period within which notice mentioned in section 386AI(1) must be given)
- 8. Section 386AG(3)(a) as applied by section 386AI(3) (prescribed time for compliance with a notice mentioned in section 386AI(1))
- 9. Section 386AJ(2) (prescribed time for compliance with the requirements of section 386AJ(1))
- 10. Section 386AK(2) (prescribed time for compliance with the requirements of section 386AK(1))
- 11. Section 386AN(3) (prescribed time within which the particulars mentioned in section 386AN(2)(*b*)(i) must be lodged with the Registrar)

#### Second column

Prescribed time or period

30 days after the date on which the notice mentioned in section 386AH(1) of the Act is sent by the company or foreign company

2 business days after the date on which the company or foreign company first knows or first has reasonable grounds to believe that any of the particulars of a registrable controller that are stated in the company's or foreign company's register of controllers is incorrect

30 days after the date on which the notice mentioned in section 386AI(1) of the Act is sent by the company or foreign company

30 days after the date on which the person first knew or ought reasonably to have known that that person was a registrable controller

30 days after the date on which the person first knew or ought reasonably to have known that a relevant change has occurred in the prescribed particulars of that person

Where the company or foreign company —

- (a) keeps a register of its registrable controllers under section 386AF of the Act as at 30 July 2020 30 days after 30 July 2020; or
- (b) keeps a register of its registrable controllers under section 386AF of the Act only after 30 July 2020 in which the particulars of its

#### SECOND SCHEDULE — continued

First column

Second column

Provision of Act (description)

Prescribed time or period

registrable controllers are entered — 2 business days after the date on which the company or foreign company enters the particulars of its registrable controllers in the register

12. Section 386AN(3) (prescribed time within which the updates mentioned in section 386AN(2)(*b*)(ii) must be lodged with the Registrar)

Where the company or foreign company enters or updates the particulars of any registrable controller in its register under section 386AF(9) of the Act — 2 business days after the date on which the company or foreign company enters or updates the particulars of the registrable controller

[S 625/2020 wef 30/07/2020]

#### THIRD SCHEDULE

Regulation 6(1)

#### FORM OF NOTICE MENTIONED IN SECTION 386AG(2)(a) OF ACT

Date of notice: [Date that the notice is sent]

following particulars:

Dear [Addressee],

We know or have reasonable grounds to believe that you are a registrable controller of [name of company or foreign company].

This notice is sent under section 386AG(2)(a) of the Companies Act (Cap. 50) and requires you to provide the following information within 30 days after the date of this notice. Please send your reply to [address of company or foreign company]. Failure to provide the information required by this notice may be an offence.

- Are you a registrable controller of [name of company or foreign company]?
  Your reply: Yes / No\*
- \* Delete as appropriate. If your reply is yes and you are an individual, please provide the particulars in sub-paragraph (a). If your reply is yes and you are a legal entity, please provide the particulars in sub-paragraph (b).

(a) If your reply is yes and you are an individual, please provide the

(iv) your legal form: .....

### THIRD SCHEDULE — continued

(v) the jurisdiction where, and statute under which, you are formed

	or incorporated:
(vi)	the name of the corporate entity register of the jurisdiction in which you are formed or incorporated, if applicable:
(vii)	the identification number or registration number on the corporate entity register of the jurisdiction where you are formed or incorporated, if applicable:
(viii)	the date on which you became a corporate controller of [name of company or foreign company]:
	ow or have reasonable grounds to believe that any other person is ntroller of [name of company or foreign company] or is likely to ledge?
Your reply: Yes	s / No*
please provid	propriate. If your reply is yes and the person is an individual, de the particulars in sub-paragraph $(a)$ . If your reply is yes and the egal entity, please provide the particulars in sub-paragraph $(b)$ .
	reply is yes and the person is an individual, please provide the ng particulars to the best of your knowledge:
(i)	the person's full name:
(ii)	the person's aliases, if any:
(iii)	the person's residential address:
(iv)	the person's nationality:
(v)	the person's identity card number or passport number:
(vi)	the person's date of birth:
(vii)	the date on which the person became an individual controller of [name of company or foreign company]:
	reply is yes and the person is a legal entity, please provide the ng particulars to the best of your knowledge:
(i)	the person's name:
(ii)	the person's unique entity number issued by the Registrar, if any:
(iii)	the address of the person's registered office:

#### THIRD SCHEDULE — continued

(iv	) th	e person	S.	legal	form:	
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- (v) the jurisdiction where, and the statute under which, the person is formed or incorporated: ......
- (vi) the name of the corporate entity register of the jurisdiction in which the person is formed or incorporated, if applicable: ..........
- (vii) the identification number or registration number on the corporate entity register of the jurisdiction where the person is formed or incorporated, if applicable: ......
- (viii) the date on which the person became a corporate controller of [name of company or foreign company]: ......

#### In this notice —

- "controller", "corporate controller", "individual controller" and "legal entity" have the meanings given to them in section 386AB of the Companies Act;
- "identity card" has the meaning given to it in section 2(1) of the National Registration Act (Cap. 201);
- "registrable" has the meaning given to it in section 386AC of the Companies Act.

Yours sincerely,

[Name of director, secretary or authorised representative of the company or foreign company]

Director / Secretary / Authorised representative\*

\* Delete as appropriate

[Name of company or foreign company]

#### FOURTH SCHEDULE

Regulation 6(2)

#### FORM OF NOTICE MENTIONED IN SECTION 386AG(2)(b) OF ACT

Date of notice: [Date that the notice is sent]

Dear [Addressee],

We know or have reasonable grounds to believe that you know or have reasonable grounds to know the identity of a person who is a registrable controller of [name of company or foreign company] or is likely to have that knowledge.

This notice is sent under section 386AG(2)(b) of the Companies Act (Cap. 50) and requires you to provide the following information within 30 days after the date of this notice. Please send your reply to [address of company or foreign company]. Failure to provide the information required by this notice may be an offence.

If you are a registrable controller of [name of company or foreign company], please notify [name of company or foreign company] that you are a registrable controller and provide your particulars to [name of company or foreign company], as required under section 386AJ of the Companies Act.

1. Do you know or have reasonable grounds to believe that any other person is a registrable controller of [name of company or foreign company] or is likely to have that knowledge?

Your reply: Yes / No\*

- \* Delete as appropriate. If your reply is yes and the person is an individual, please provide the particulars in sub-paragraph (a). If your reply is yes and the person is a legal entity, please provide the particulars in sub-paragraph (b).
  - (a) If your reply is yes and the person is an individual, please provide the following particulars to the best of your knowledge:

• .	·
(i) the person's	full name:
(ii) the person's	aliases, if any:
(iii) the person's	residential address:
(iv) the person's	nationality:
(v) the person's	identity card number or passport number:
(vi) the person's	date of birth:

(vii) the date on which the person became an individual controller of [name of company or foreign company]: ......

#### FOURTH SCHEDULE — continued

(b)	If your reply is yes and the person is a legal entity, please provide the following particulars to the best of your knowledge:
	(i) the person's name:
	(ii) the person's unique entity number issued by the Registrar, if

- (iii) the address of the person's registered office: .....
- (iv) the person's legal form: .....

any: .....

- (v) the jurisdiction where, and the statute under which, the person is formed or incorporated: ......
- (vii) the identification number or registration number on the corporate entity register of the jurisdiction where the person is formed or incorporated, if applicable: ......
- (viii) the date on which the person became a corporate controller of [name of company or foreign company]: .....

In this notice —

"controller", "corporate controller", "individual controller" and "legal entity" have the meanings given to them in section 386AB of the Companies Act;

"identity card" has the meaning given to it in section 2(1) of the National Registration Act (Cap. 201);

"registrable" has the meaning given to it in section 386AC of the Companies Act.

Yours sincerely,

[Name of director, secretary or authorised representative of the company or foreign company]

Director / Secretary / Authorised representative\*

\* Delete as appropriate

[Name of company or foreign company]

#### FIFTH SCHEDULE

Regulation 7

#### FORM OF NOTICE MENTIONED IN SECTION 386AH(1) OF ACT

Date of notice: [Date that the notice is sent]

Dear [Addressee],

We know or have reasonable grounds to believe that a relevant change has occurred in your particulars that are stated in the register of controllers of [name of company or foreign company].

This notice is sent under section 386AH(1) of the Companies Act (Cap. 50) and requires you to provide the following information within 30 days after the date of this notice. Please send your reply to [address of company or foreign company]. Failure to provide the information required by this notice may be an offence.

1. Are you still a registrable controller of [name of company or foreign company]?

Your reply: Yes / No\*

- \* Delete as appropriate. If your reply is no, please state the date on which you ceased to be a registrable controller of [name of company or foreign company]:
- 2. Your particulars that are stated in the register of controllers of [name of company or foreign company] are set out below. Has a relevant change in your particulars set out below occurred?

[Set out particulars of addressee that are stated in the register of controllers] Your reply: Yes / No\*

*	Delete	as	appropriate.	If	your	reply	is	yes,	please	provide	the	following
	informa	atio	n:									

(a)	the date of the change:	
(u)	the date of the change.	•••••

(b)	the particulars	of the change:	
(-)	P		

#### FIFTH SCHEDULE — continued

In this notice, "register of controllers" has the meaning given to it in section 386AB of the Companies Act.

Yours sincerely,

[Name of director, secretary or authorised representative of the company or foreign company]

Director / Secretary / Authorised representative\*

\* Delete as appropriate

[Name of company or foreign company]

#### SIXTH SCHEDULE

Regulation 8

#### FORM OF NOTICE MENTIONED IN SECTION 386AI(1) OF ACT

Date of notice: [Date that the notice is sent]

Dear [Addressee],

We know or have reasonable grounds to believe that your particulars that are stated in the register of controllers of [name of company or foreign company] are incorrect.

This notice is sent under section 386AI(1) of the Companies Act (Cap. 50) and requires you to provide the following information within 30 days after the date of this notice. Please send your reply to [address of company or foreign company]. Failure to provide the information required by this notice may be an offence.

1. Your particulars that are stated in the register of controllers of [name of company or foreign company] are set out below. Are your particulars set out below correct?

[Set out particulars of addressee that are stated in the register of controllers]

Your reply: Yes / No\*

\* Delete as appropriate. If your reply is no, please provide the correct particulars:

In this notice, "register of controllers" has the meaning given to it in section 386AB of the Companies Act.

Yours sincerely,

[Name of director, secretary or authorised representative of the company or foreign company]

Director / Secretary / Authorised representative\*

\* Delete as appropriate

[Name of company or foreign company]

### SEVENTH SCHEDULE

Regulation 10(1)

# FORM OF REGISTER OF NOMINEE DIRECTORS ${\sf ENTRY}$

[Complete one entry in the register for each nominee director]

Date of entry:	Name of nominee	Part 1*
	director:	Full name of the person for whom the director is a nominee:
		2. Aliases, if any of the person for whom the director is a nominee:
		3. Residential address of the person for whom the director is a nominee:
		4. Nationality of the person for whom the director is a nominee:
		Identity card number or passport number of the person for whom the director is a nominee:
		6. Date of birth of the person for whom the director is a nominee:
		7. Date on which the director became the nominee of the person for whom the director is a nominee:
		8. Date on which the director ceased to be a nominee of the person for whom the director is a nominee:
		Part 2**
		Name of the person for whom the director is a nominee:
		Unique entity number of the person for whom the director is a nominee issued by the Registrar, if any:
		3. Address of registered office of the person for whom the director is a nominee:
		4. Legal form of the person for whom the director is a nominee:
		Jurisdiction where, and statute under which, the person for whom the director is a nominee is formed or incorporated:
		6. The name of the corporate entity register of the jurisdiction in which the person for whom the director is a nominee is formed or incorporated, if applicable:

#### SEVENTH SCHEDULE — continued

7. Identification number or registration number on the corporate entity register of the jurisdiction where the person for whom the director is a nominee is formed or incorporated, if applicable:
Date on which the director became the nominee of the person for whom the director is a nominee:
9. Date on which the director ceased to be a nominee of the person for whom the director is a nominee:

<sup>\*</sup> Where the person for whom the director is a nominee is an individual, complete Part 1.

Made on 30 March 2017.

### LIM SOO HOON

Permanent Secretary (Finance) (Performance), Ministry of Finance, Singapore.

[F14.1.45; AG/LEGIS/SL/50/2015/11 Vol. 1]

<sup>\*\*</sup> Where the person for whom the director is a nominee is a legal entity, complete Part 2.