

## KEY CLAUSES IN THE DRAFT ACRA (REGISTRY AND REGULATORY ENHANCEMENTS) BILL

S/N	Clause	Current requirement	Proposed amendment	Reason for amendment
<b>Facilitate digital communications with businesses and other stakeholders</b>				
1	Clauses 8 and 9	Under the Companies Act 1967 (CA), document and information sent by the Registrar to companies, officers, shareholders and members are sent via hard copy to the registered address of the entity or the residential/ alternate addresses of the individual, as the case may be.	To make amendments so that: (a) the Registrar may notify the recipient via electronic means on how and when to access document and information sent by the Registrar; (b) the Registrar may send document and information, other than summonses, by way of posting on the digital mailbox in BizFile <sup>+</sup> .	This will allow ACRA to transition from sending of hard copy document to sending document and information via a secure digital mailbox in BizFile <sup>+</sup> . Access to this system will be restricted to authorised individuals using Singpass/ Corppass, ensuring the security and privacy of the content of these documents and information.  Any summons sent by the Registrar will continue to be sent via hard copy to the registered address of the entity or the residential address of an individual.
2	Clauses 6(d) and 7	ACRA collects contact details such as businesses' registered office address and position holders' (e.g. directors and company secretaries) residential address (and alternate address, if opted for).	To enable the Registrar to require and collect any information for any purpose of the ACRA Act or an ACRA-administered Act in addition to information relevant to the transaction, by way of the form in BizFile <sup>+</sup> . Such information includes email address and mobile number.	This will facilitate Government-to-Business digital communications (see S/N 1).

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<b>Improve filing convenience and data accuracy of ACRA's registers</b>				
3	Clause 10	<p>ACRA has the power to rectify or update particulars or documents kept in its registers under limited circumstances. In particular, if the Registrar is satisfied that there is evidence of a conflict between the particulars of an entity or person and other information in the register, or other information from a prescribed body, the Registrar may update the register.</p> <p>There is, however, no provision that allows drawing of data at the stage of filing, before the data is in ACRA's registers/ records.</p> <p>A company must notify the Registrar within 14 days of change (or such further period as the Registrar may allow) in the personal information of any director, CEO, secretary or auditor under the CA.</p> <p>A foreign company must within 30 days (or such further period as the Registrar may allow) lodge with Registrar particulars of change of director or authorised representative of foreign company.</p>	<p>To empower the Registrar to obtain and use information from specified government agencies, such that:</p> <p>(a) the person will not need to input the data with ACRA during the filing of a transaction and the data will be deemed to be filed by the person; and</p> <p>(b) ACRA may use the information to maintain, rectify or update ACRA's registers (e.g. changes in particulars of a director such as full name, residential address and nationality).</p>	<p>This will lead to greater convenience to persons and entities by reducing the number of times they are required to provide data to government agencies.</p>

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4	Clause 10	There is no power to rely on information from body corporates for the purposes of enforcement or regulatory functions.	<p>To enable the Registrar to obtain any information from a specified entity for the purpose of verifying the accuracy of any document or information in ACRA's repository.</p> <p>To enable the Registrar to perform enforcement or regulatory functions based on the information obtained from specified entities.</p> <p>To empower the Minister to specify the non-government entities that the Registrar may obtain information from.</p>	The additional powers relating to the use of information from body corporates will improve the accuracy of data in ACRA's registers and enhance ACRA's enforcement and regulatory function.
<b>Enhance the accuracy of the registers of directors</b>				
5	Clause 13	<p>Under section 173F CA, if the Registrar has reasonable cause to believe that a director of a company is no longer qualified to act as such by virtue of disqualifications under s 148 or 155, the Registrar may on his or her own initiative amend the register of directors of the company to indicate that the person has ceased to be a director by virtue of that fact.</p> <p>The CA does not expressly allow the Registrar to update the register of directors to reflect the</p>	<p>To make it clear that the Registrar is empowered to:</p> <p>(a) reflect the disqualification status of individuals disqualified under any section of the CA; and</p> <p>(b) use information obtained from any public agency or government body (including the courts) for the purpose of exercising the power to reflect the disqualification status of individuals disqualified under any section of the CA in ACRA's register.</p>	This clarifies that the Registrar is empowered to indicate the disqualification status of individuals disqualified under any section of the CA in the register.

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		disqualification status of directors disqualified under the CA based on information it receives from government agencies, including the courts.		
<b>Streamline the financial reporting requirements for foreign companies</b>				
6	Clause 14	<p>Foreign companies are required to lodge the following financial statements with the Registrar:</p> <p>(a) <b>If the foreign company's jurisdiction of incorporation requires the company to prepare financial statements in accordance with any applicable accounting standards which are similar to the Accounting Standards or which are acceptable to the Registrar:</b> these financial statements can be used for lodgement with the Registrar.</p> <p>(b) <b>In any other case (i.e. where the foreign company does not fall under (a)):</b> the foreign company will need to lodge with the Registrar financial statements that is prepared as if the foreign company were a</p>	<p>To streamline the financial reporting requirement for foreign companies by requiring foreign companies to lodge the following with the Registrar instead:</p> <p>(a) <b>For a foreign company that is listed in Singapore or overseas:</b> the foreign company will have to lodge the financial statements prepared in compliance with the applicable listing rules of the exchange on which the foreign company is listed.</p> <p>(b) <b>For a foreign company that is not listed:</b></p> <p>(i) <u>If the foreign company prepares financial statements in accordance with accounting standards that are substantially similar to the Accounting Standards:</u></p>	<p>This clarifies the financial reporting requirements for foreign companies and reduces administrative burden on certain foreign companies by allowing them to file the applicable financial statements that they have already prepared.</p>

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		public company incorporated under the CA.	<p>these financial statements can be used for lodgement with the Registrar.</p> <p>(ii) <u>If the foreign company does not prepare financial statements in accordance with accounting standards that are substantially similar to the Accounting Standards, but prepares financial statements in accordance with the applicable accounting standards in the foreign company's jurisdiction of incorporation:</u> these financial statements can be used for lodgement with the Registrar. The extent of audit should also follow the laws of the foreign company's country of incorporation.</p> <p>(iii) <u>If the foreign company does not fall under (i) or (ii):</u> the unaudited summary financial statements can be lodged with the Registrar.</p>	
<b>Other amendments</b>				

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7	Clause 10	One of the functions of ACRA is to establish and administer a repository of documents and information relating to business entities and public accountants, and to provide public access to such documents and information.	<p>To make amendments to:</p> <p>(a) empower the Minister to make a tiered framework to calibrate the disclosure of data that is filed or collected by the Registrar to different persons or classes or people; and</p> <p>(b) empower the Registrar to disclose data in accordance with the tiered framework.</p>	This will enable the Registrar to take a differentiated approach in sharing the different types of data collected. For example, residential address may be disclosed to entities required to fulfil statutory obligations relating to anti-money laundering.