

Corporate Secretarial Services for Singapore or Offshore Companies

The Role of a Company Secretary



A Company Secretary is an officer of the company, along with the director(s) and is responsible for "house-keeping" duties in relation to the company. The Company Secretary takes instructions from the Director(s) and prepares the directors' resolutions, Shareholders' Minutes, ensures timely lodgment of the changes with the Company Registrar (ACRA), where appropriate and update the company's statutory registers. The Company Secretary prepares and sends out notice of meetings of members/shareholders and may be required to attend these meetings to record the minutes and to also circulate the recorded minutes to the members/shareholders.

RELEVANT FACTORS IN APPOINTMENT OF A COMPANY SECRETARY

If you have elected to form a company with only one director, being a sole director you cannot act as a Company Secretary in this company. In Singapore, the Company Secretary need not have any special formal qualifications. However, the Company Secretary must be a natural person who is also a resident of Singapore. Foreigners holding employment passes cannot act as a Singapore Company Secretary.

If your company is registered in an offshore jurisdiction, like BVI, Samoa or Anguilla the Company Secretary can be a body corporate and need not be a natural person. Also, the Company Secretary need not be a resident of that jurisdiction. The same does not apply to a Labuan Offshore company, which requires a natural Labuan resident to be a Company Secretary.

CORPORATE SECRETARIAL/COMPANY ADMINISTRATION SERVICES

Along with the full range of company secretarial services, most corporate services firms will also provide the following:

- Updating of registers of directors, officers and members
- Preparing directors' resolutions
- Assisting with Apostilles and legalisation of documents at various embassies and consulates
- Issuance of Share Certificates
- Preparation of documents and Application for Striking off the Company
- Assisting with and preparation of documents relating to changes to the Memorandum and Articles of Association
- Filing and Liaison with the Company Registry regarding annual returns, amendments to Memorandum and Articles of Association, arranging the issuance of Certificate of Good Standing and Certificate of Incumbency.