

# FUNDAMENTALS OF CORPORATE SECRETARIAL PRACTICE (FCSP)

## TRAINING PROGRAMME 2023

### AIM

The Fundamentals of Corporate Secretarial Practice (FCSP) course is specially designed for existing and aspiring corporate secretarial personnel.

The course is to familiarise participants with the essential elements of corporate secretarial practice focusing on private company limited by shares based on the prevailing company law legislation of Singapore and ACRA regulations.

### LEARNING OUTCOME

**By attending this course, participants will be able to:**

- ❖ Develop a good understanding of the objective and highlight of a (private) company,
- ❖ Identify the role and responsibility of the key players in the business,
- ❖ Understand the basic concepts of shares and related requirements,
- ❖ Understand statutory regulating AGM, Annual Return and Financial Reporting,
- ❖ Practical session on Bizfile+ transactions.

**FCSP comprises of two parts: -**

- ❖ Part 1 of the course will be conducted online
- ❖ Part 2 comprises of the practical guide session on filing the common Bizfile+ transactions related will be conducted virtually

### COURSE DURATION

**PART 1**  
**Online**

**PART 2**  
**Online**

**Course will be conducted online due to the Covid-19 situation**  
**Synchronous e-learning**

## **FACILITATOR**

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Associate Member, Chartered Secretaries Institute of Singapore (CSIS)

## **COURSE CONTENTS**

### **PART 1**

#### **MODULE 1**

##### **Understanding Business Entities in Singapore**

- Types, characteristics & selection of business entities: (sole proprietorship, partnership, LP, LLP & company).
- Salient point on the name of the company, registered office address, home office scheme.
- Resources – legislations, subsidiary legislations, Practice

Directions. **Pre-Incorporation, Incorporation & Post-**

##### **Incorporation Matters**

- Includes procedures, due diligence requirements, documents required & filing with ACRA, requirements on registered filing agent, first directors' resolutions, share certificates, common seal provisions & creation of secretarial file (including registers).

#### **MODULE 2**

## **Directors / Secretaries / Auditors (Private Company)**

### **Directors**

Definition of directors, the appointment of a director, in general, role, power, duties and liabilities of the director, resignation, retirement, re- election, removal of director and director's declaration of interests.

### **Company Secretary**

Definition of company secretary, qualification of company secretary, role, power, duties, and liability of secretary, appointment, resignation and removal of secretary & change of corporate service providers.

### **Auditors**

Auditors of a company, appointment, resignation and removal of auditors.

Changes in Particulars of Directors, Chief Executive Officer, Secretaries, and Auditors.

## **MODULE 3**

### **Shares – Allotment / Transfers**

- Basic concepts of shares
- Allotment of shares (procedures, documents, filing requirements & issuance of share certificate, registers)
- Shares transfer (procedures, pre-emption rights, documents, calculation & payment of stamp duty, filing requirements, cancellation & issuance of share certificate, registers)

## **MODULE 4**

## **Meetings**

- Types of meetings (Board of Directors, Members, Statutory)
- Type of resolutions (ordinary/special)
- Corporate Representative concept
- Focus on Annual General Meeting (requirements, extension of time, penalties), drafting of AGM documents for different structures & filing obligations ie. Annual Return with / without XBRL

## **PART 2**

### **MODULE 5**

#### **Financial Reporting – Financial Statement**

- Overview of the requirements to prepare financial statements & its contents, audit exemption & dividends.

#### **Others**

- Drafting of simple resolutions is included in the relevant topics.