

# Lesson 2 : Companies Formalities

- 2.1. Company Formation
- 2.2. Introduction to Company Statutory Form
- 2.3. Board Resolution
- 2.4. Company Filing Timeline

# 2.1 Formation and Incorporation

## Section 14

- Application of incorporation through “Superform” via MyCoID
- Information required:
  - Proposed name of company
  - Status as private or public co
  - Nature of business
  - Proposed registered address
  - Name, identity, address of shareholder(s)
  - Name, identity, address of director(s)
  - Details of shares



# 2.1 Formation and Incorporation

Sections 15, 17

- **Notice of Registration** serves as conclusive evidence of incorporation.
  - Date of registration
  - Name of company
  - Registration number
  - Type of company
  
- Certificate of registration may be purchased if the company so wished.

## 2.2 Company Statutory Form

Purpose	Section	Companies Act 2016	Companies Act 1965
Application of Registration	14	Section 14	N/A
Notice of Registration	15	Section 15	N/A
Certificate of Incorporation	17	Section 17	From 9
Change of Company Name	28	Section 28	Form 13
Memorandum of Association (M&A)	Division 5 Part II	Optional	Yes
Common Seal	61 & 66	Optional	Yes
Share Allotment	78	Section 78	Form 24
Register of Member	51	Section 51	N/A
Share Certificate	91 & 102	Not Mandatory	Yes
Share Transfer	105	Section 105	Form 32A
Director & Secretary	58	Section 58	Form 49
Registered Address	46	Section 46	From 44

## 2.3 Resolution

- Decision made by the members. It maybe proposed by directors in written or meeting circular to member for consent.
- only private companies can pass a written resolution either at a meeting or by circulation.
- public company, a resolution of the members shall be passed only at a meeting of the members

## 2.4 Audited Report Filing Timeline

Business Start  
1<sup>st</sup> Dec 2018

18th Months latest by  
31<sup>st</sup> May 2020

**FYE normally set early**

Financial  
Year End

Signed Audit  
Report

FS Circulated

SSM Filing

**6 months from FYE**

**30 days from circulation**

31<sup>st</sup> Oct 2019

30<sup>th</sup> April 2020

31<sup>st</sup> May  
2020

## 2.4 Annual Return Timeline

Incorporation Date

Next Anniversary

Annual Return Filing

18<sup>th</sup> Nov 2018

18<sup>th</sup> Nov 2019

17<sup>th</sup> Dec 2019

Latest SSM  
Lodgment

18<sup>th</sup> Dec 2019

18<sup>th</sup> Dec 2020