

RESIGNATION AND DISQUALIFICATION *of Director*



A person may resign or be disqualified from holding directorship of a company. This brochure serves as a guide to notifying ACRA of such resignations or disqualifications.

How may a person cease to be a director of a company?

A person may cease to be a director of a company by:

- Resignation – Persons must give proper notice of their resignation to the company, as stated in the Articles of Association of the company. However, the company must fulfill the requirement under section 145 of the Companies Act to have at least one ordinarily resident director in the company or else the resignation may not be valid.
- Disqualification – Persons must give immediate notice of their disqualification to the company. Circumstances for disqualification may result from the following:
 - Bankruptcy (S148)
 - Persistent defaults to the requirements of the Companies Act (S155)
 - Conviction involving fraud or dishonesty (S154(1))
 - By an Order of the Court: (S149 and S154(2))

What if a disqualified person continues to act as a director of a company?

A person who is disqualified to act as a director and who continues to take part, whether directly or indirectly, in the management of a company, commits a crime punishable with a fine not exceeding \$10,000 or with imprisonment for a term not exceeding two years or both.

What if the company fails to notify ACRA of the cessation?

The company is required by law to file notification of the resignation or disqualification within one month from the date of resignation or disqualification. Failure to do so means:

- (i) The company and every officer of the company who is in default shall each be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 and also to a default penalty; and
- (ii) The person will remain as director on the records of the company.

Can anyone other than the company notify ACRA of the cessation?

If the company fails to file the notification, that director himself, a professional firm or a service bureau on behalf of that same director can file the notice by following these steps:

- Log on to www.bizfile.gov.sg with a Singpass ID/ Professional Number and password
- Under “Quick Access (e-Services)”, select “Local Company”
- Select “Change/Update”
- Click “Applications under Companies Act”
- Click “Notification of Cessation of Appointment of Director by that Director under Section 173(6A)”
- Under the notification of cessation, select the officer who has resigned and the reasons for notification.

What documents are needed when submitting “Notification of Cessation of Appointment of Director by that Director under Section 173(6A)”?

The resignee is to attach a copy of the Receipt of the Registered Article/Acknowledgement from the Board of Directors together with the resignation notice or supporting documents for disqualification.

Must a separate notice be filed for each directorship ceased?

Yes, if the director is resigning from more than one company or is disqualified, a separate notification of cessation must be filed for each company in question.

How do I pay for the transaction?

Please follow these steps:

- Click “Click here”
- Click “Others” and “Submit”
- Click on the logo of your selected payment mode
- Proceed with payment
- Upon successful payment, a payment acknowledgement and receipt for your reference will appear. Please print for your reference.

What are the available modes of payment?

You can make payment by the following modes:

- Credit Card (VISA/Mastercard/American Express)
- eNETS Debit*
- CashCard – if you have a Personal Computer Smart Card (PCSC) reader
- Deposit Service Account – for professional firms that lodge transactions on behalf of their clients

*eNETS Debit is an Internet direct debit payment service for participating banks, namely Citibank, DBS and UOB. You need Internet access and a personal Internet banking account with the participating banks to use the eNETS Debit service. This does not apply to corporate bank account users.

How long does it take to process the notification?

How much are the fees?

Application	Fees Payable	Processing Time
Resignation / Disqualification	\$10 for each notification	1 – 3 working days. However, if investigations are required, it may take more than 1 month.

How do I check the status of a notification?

After successful payment for each notification filed, a status update is available via:

- *Email* - An email update will be sent if an email address was provided in the filing of the notification.
- *BizFile* – Log on to www.bizfile.gov.sg. Under “Information Services” followed by “Enquiry/Status of Applications” and “Enquiry on notification of cessation of officers”.

Frequently Asked Questions

Q: What happens after I notify ACRA of the cessation?

A: The officer-in-charge will review the application of the cessation and get back to the resignee in due course.

Q: Will I be held responsible for the offences committed by the company after I resign or have been disqualified?

A: If you have effectively ceased being a director, you will not be liable for the offences committed. However, you will still be liable for offences committed by the company prior to your resignation or disqualification date.

10 Anson Road
#05-01/15
International Plaza
Singapore 079903

Helpdesk
(65) 6248 6028

Fax
(65) 6225 1676

ACRA Website
www.acra.gov.sg

Bizfile Website (eFiling)
www.bizfile.gov.sg

Enquiry Website
www.acra.gov.sg/askacra

Feedback Website
www.acra.gov.sg/feedback

Follow us
Twitter
@ACRA_SG

Facebook
@SG.ACRA

Scan to access
ACRA website

