

Industry Advisory

Requirement to Notify CPE on Appointment of Registrable Controllers and Nominee Directors by Private Education Institutions (“PEIs”)

Amendment to Companies Act and Limited Liability Partnerships Act

The Accounting and Corporate Regulatory Authority (“ACRA”) has announced amendments to the Companies Act and the Limited Liability Partnerships Act. From 31 March 2017, companies and limited liability partnerships (unless exempted) are required to maintain beneficial ownership information in the form of a register of registrable controllers and nominee directors, and to make the information available to public agencies upon request. The definitions of a controller and a nominee director are as follows:

Controller	A controller is defined as an individual or a legal entity that has a “significant interest” in or “significant control” over the company.
Nominee Director	A director is a nominee if the director is accustomed or under an obligation whether formal or informal to act in accordance with the directions, instructions or wishes of any other person.

2 More information can be found at ACRA’s website ([Link¹](#)).

Requirement for PEIs to Notify CPE of Appointment of Controllers and Nominee Directors

3. The Committee for Private Education, SkillsFuture Singapore Agency (“CPE”), may deem a controller or nominee director to be a “manager”, as defined in the Private Education Act. Hence, all PEIs have to notify CPE of all appointments of such controllers and nominee directors, who are not already appointed as a manager in CPE’s records. The same applies to any subsequent changes, i.e., addition and removal.

¹ <https://www.acra.gov.sg/components/templates/newsDetails.aspx?id=888ee207-0fdc-4a64-a409-6d21df12e51b>

4. CPE would like to remind PEIs that it is the duty of managers to notify CPE if there is any change in the ownership, control or management of the PEI within 14 days of the change, via the methods stipulated in the “Information Notes on Enhanced Registration Framework (ERF)” document ([Link](#)²). Please note that failure to comply with this regulatory requirement shall render managers of the PEI guilty of an offence.

5. For clarifications, please contact the CPE inspector-in-charge for your PEI.

Thank you.

² [%20](https://www.cpe.gov.sg/cpe/slot/u100/Schools/ERF/application/Information%20Notes%20on%20ERF.pdf)