

Singapore Company Law Changes from 20 October 2026:

What to Review Before Your Next Annual Return

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Singapore's Corporate and Accounting Laws (Amendment) Act 2025 Takes Effect on 20 October 2026

The next phase of amendments under Singapore's Corporate and Accounting Laws (Amendment) Act 2025 takes effect on 20 October 2026, introducing changes to annual return declarations and several corporate compliance procedures.

For companies preparing their next annual return, the immediate priority is to ensure that the information held by the Accounting and Corporate Regulatory Authority (ACRA) is accurate and that the company is ready to meet the revised filing requirements. This includes verifying the particulars of directors, chief executive officers (CEOs), company secretaries, auditors and relevant members, as well as addressing a new question concerning the performance of the CEO role.

The amendments also affect registered office requirements, company striking-off and restoration procedures, public companies and accounting firms. While not every change will apply to every business, companies should identify the provisions relevant to their structure and responsibilities before their next filing or corporate transaction.

The Act was passed by Parliament on 5 November 2025 and is being implemented in phases. The first phase commenced on 6 May 2026, with the changes discussed below forming the next phase of implementation.

This article outlines the key changes taking effect on 20 October 2026, the companies and professionals likely to be affected, and the practical checks businesses should undertake to maintain compliance.

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The Changes at a Glance

Area	What changes	Who is affected
Annual returns	Filers confirm that ACRA's particulars for directors, CEOs, secretaries, auditors and relevant members are accurate. New e-form question on the CEO role.	All companies
Filing and meeting requirements	Statement in lieu of prospectus (prescribed circumstances) and statutory meetings and reports abolished.	Public companies in particular
Registered office	Minimum public opening hours removed. Address, 14-day change filing and records inspection duties remain.	All companies
Striking-off and restoration	Shorter Gazette timelines, clearer date and time of dissolution or restoration, mandatory refusal grounds for restoration.	Companies, LLPs, VCCs and sub-funds
Public accountant registration	Renewal for 1, 2 or 3 years instead of annually.	Public accountants
Professional indemnity insurance	Extended to sole proprietorships and partnerships.	Accounting firms

1. Annual returns: confirm your particulars before you file

From 20 October 2026, companies filing annual returns must confirm that specified particulars previously provided to ACRA are accurate. These include information relating to directors, CEOs, company secretaries, auditors and relevant members. The information identified by ACRA includes names, identification details, nationality, contact addresses, appointment dates, registered office details and, where applicable, shareholding information.

The annual return e-form will also require the filer to indicate whether any individuals perform the role of CEO in the company. This makes the distinction between a person's formal title and the responsibilities they actually perform particularly relevant. Companies should assess their management arrangements before completing the declaration rather than relying solely on job titles. For a company limited by guarantee, the filer must also confirm that the total number of members last reported to ACRA through Bizfile is accurate.

What companies should do

Before the next annual return is submitted:

- Compare the particulars in Bizfile against the company's current statutory registers and supporting records.
- Check whether changes to directors, secretaries, auditors, registered addresses or shareholdings have been properly recorded and filed.
- Identify who performs the CEO role and ensure the response to the new question reflects the company's actual arrangements.
- For companies limited by guarantee, reconcile the reported membership total against the current register.

The practical issue is not simply completing an additional declaration. It is ensuring that the underlying corporate records support the information being confirmed. A resignation, appointment or address change that has not been properly recorded can create a discrepancy when the annual return is prepared.

2. Fewer filing and meeting requirements

Certain statutory filing and meeting requirements will be removed. The amendments remove two requirements under prescribed circumstances:

- **Statement in lieu of prospectus:** The requirement to file this statement in the circumstances specified under the Companies Act will be removed.
- **Statutory meetings and reports:** Public companies limited by shares will no longer be required to convene a statutory meeting or prepare a statutory report.

These changes are primarily relevant to public companies and should be assessed against the company's legal form and circumstances. Private companies will not generally need to change their procedures solely because of these amendments.

3. Registered office: flexibility on hours, no change to records access

The requirement for a registered office to be open and accessible to the public for specified minimum hours on each business day will be removed. Companies will have greater flexibility in determining their registered office's opening hours. However, this does not remove the obligation to maintain a compliant registered office or to provide access to company records where required by law.

Companies must continue to:

- Notify ACRA of a change in registered office address within 14 days after the change.
- Make company records available for inspection in accordance with applicable legal requirements.

Where an inspection request is made, the company must comply with the applicable notice and access requirements. The stated requirements include making records available for at least two hours on each relevant business day following reasonable notice. Companies using a corporate service provider's address should confirm who receives inspection requests, who coordinates access to records and how requests are escalated internally.

Removing minimum opening-hour requirements does not transfer the company's compliance responsibilities to its service provider. The company should ensure that its arrangements remain workable when a request for inspection is received.

4. Striking-off and restoration: faster, with firmer safeguards

The striking-off and restoration processes for companies, limited liability partnerships (LLPs), variable capital companies (VCCs) and sub-funds will be streamlined, and the regulatory framework for restoration will be enhanced.

Three areas warrant particular attention.

i) Gazette notice timelines

For voluntary striking-off, the Gazette notice may be published as early as the day the notice is sent. For Registrar-initiated striking-off, publication may take place 15 days after the letter is sent to the company. These timelines make it important for companies to monitor correspondence and address outstanding matters promptly. Directors considering voluntary striking-off should not assume that there will be an extended period to resolve issues after the process has begun.

ii) Effective date and time

An entity will be dissolved or restored on the date and at the time the Registrar strikes off or restores its name on the register. The Registrar will publish the entity's name and the relevant date and time in the Government Gazette. The stated date and time therefore matter when determining the legal status of an entity. Companies and advisers should retain the relevant records when dealing with a striking-off or restoration.

iii) Mandatory grounds for refusing restoration

The Court or the Registrar must refuse a restoration application in specified circumstances, including where the restored entity is likely to be used for an unlawful purpose or for purposes prejudicial to public peace, welfare or good order in Singapore, or where restoration would be contrary to national security or interest.

What to do. As notices can reach the Gazette sooner, directors considering voluntary striking-off should settle outstanding filings and obligations beforehand rather than in parallel with the application.

5. Accounting firms and public accountants

Registration renewal: Public accountants will be able to renew their registration for 1, 2 or 3 years instead of renewing annually. ACRA expects this to reduce administrative effort and give greater flexibility in managing registration.

Professional indemnity insurance (PII): PII requirements will extend to accounting firms operating as sole proprietorships or partnerships, in addition to public accounting corporations and accounting LLPs. ACRA says this aligns requirements across all accounting firm structures. The prescribed amount is the highest of:

- S\$1 million;
- S\$500,000 per public accountant in the firm; or
- two and a half times the firm's gross income in its last financial year, subject to a maximum of S\$50 million.

What accounting firms should review

Firms should assess whether their existing policies meet the requirements applicable from 20 October 2026. The review should include:

- The firm's legal structure and whether it falls within the expanded scope.
- The number of public accountants relevant to the calculation.
- Gross income for the last financial year.
- The policy's coverage limit and whether the required amount is maintained.

Firms should confirm the calculation and applicable policy requirements with their insurance provider or professional adviser before the new rules take effect.

A practical checklist before 20 October 2026

Companies filing an annual return from 20 October 2026 should:

- review directors' and officers' particulars in Bizfile and correct anything out of date;
- check the members' and shareholding details held on the register;
- decide how to answer the new CEO question and make sure the particulars match;
- review registered office arrangements, including how records inspections would be handled; and
- understand the updated procedures before proceeding with any striking-off.

Accurate records are the common thread. A filing that confirms accurate particulars is simpler to complete and easier to defend.

How Alitium can help

At Alitium, our Singapore team supports companies with corporate secretarial matters, ACRA filings and regulatory compliance reviews. If you would like us to review your records in Bizfile before your next annual return, speak to your Alitium adviser or contact our team at singapore@alitium.com.

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