

Practice Direction No. 4 of 2003

Selection of Company & Business Names

1. This Practice Direction is issued to highlight the following:

- a) the changes to the law regarding the selection of proposed company or business names;
- b) facilities available to assist in the selection process; and
- c) guidelines for selecting proposed company or business names

Changes to the law

2. With the commencement of the provisions Companies (Amendment) Act 2002 and the Business Registration (Amendment) Act 2002 (wef 13 Jan 2003 (see The Companies (Amendment) Act (Commencement) (No. 1) Notification 2003 and The Business Registration (Amendment) Act (Commencement) Notification, the Registrar will only reject a proposed company or business name for purposes of incorporation, registration or change of name if that name is :

- a) identical to another;
- b) undesirable; or
- c) of a kind the Minister has directed the Registrar not to accept.

3. As a consequence, with effect from 13 January 2003, the Registrar will not be checking for names which so nearly resemble the name of another as to be likely to be mistaken for it (i.e. similar names) before she approves a name. Applicants for proposed company or business names should nevertheless continue to exercise caution and avoid selecting names which so nearly resemble the name of another.

4. The Registrar however will continue to have the discretion to direct a change of name if a valid complaint against another company or business on the basis that the name so nearly resembles that of another company or business as is likely to be mistaken for it. Complaints seeking Registrar's direction for name change must however be made within 12 months of registration of the company or business complained against. For companies or business firms which have been incorporated or registered prior to 13 January 2003, the complaint against that company or business must be made within 12 months from 13 January 2003 if a complainant wishes to seek the Registrar's direction for a name change (See Clause 64(2) of the Companies (Amendment) Act under Transitional provisions and see s 11(6) of the amended Business Registration Act).

5. Additionally, Companies (Identical Names) Rules and Business Registration (Identical Names) Rules were enacted pursuant to the new section 27(2D) Companies Act and section 11(10) Business Registration Act. These rules will set out what the Registrar will consider as identical. The rules are as follow:

a) in determining whether one name is identical to another, the following shall be disregarded:

- (i) "The", where it is the first word of the name;
- (ii) "Private", "Pte", "Sendirian", "Sdn", "Limited", "Ltd", "Berhad" and "Bhd";
- (iii) the following words and expressions where they appear at the end of the name:

"company", "and company", "corporation", "Incorporated", "Asia", "Asia Pacific", "International", "Singapore", "South Asia", "South East Asia" and "Worldwide";
(iv) any word or expression which, in the opinion of the Registrar, is intended to represent any word or expression in sub-paragraph (iii);
(v) the plural version of the name;
(vi) the type and case of letters, spacing between letters and punctuation marks; and

(b) the symbol "&" shall have the same meaning as the word "and". The rules will also provide that the Registrar may refer the parties in dispute over the use of a name to mediation before giving any direction for a name change.

Facilities available in BizFile

6. With effect from 13 January 2003, applications for proposed company or business names for registration, incorporation or change of name must be submitted on line via BizFile. This is also applicable to applications by foreign companies.

7. To improve your chances of having the name application approved and to reduce the risk of subsequent complaints being made against you/your clients under the law, we would advise you to conduct your own search for identical or similar names before submitting the name application for our approval using the facilities available on our website and on BizFile. A free of charge directory search page is available on ACRA's website at www.acra.gov.sg. Click on "Information Services" on the top bar to bring you to the "Directory Search" write-up. Then click on "Online Directory Search" to go to the directory search page. Alternatively, at the ACRA's homepage, click on "Online Directory Search" under "Quick-links" and then click on the word "Online Directory Search" in the write-up. A similar directory search from the Bizfile homepage at <http://www.bizfile.gov.sg>. When you click on "Directory of Companies/Business Names" on the Bizfile homepage under the heading "Information Service", you will be brought to the directory search page. In either case, by keying in part of the proposed name as opposed to the whole name (e.g. ABC as opposed to ABC Trading Pte Ltd), the system will display a list of all entities bearing identical or similar names. If there is no entity on the register with a similar or identical name, the system will display the message "No companies or businesses exist with this name".

8. Alternatively, you can also monitor the situation to ascertain if others are using similar company or business names by using the Directory Search of Company and Business (12 months period) available under the option Instant Information Service on the BizFile homepage at <http://www.bizfile.gov.sg>. When you click on this service, you can similarly key in part of the name and at the same time input a 12 month period. The system will then check for any company or business bearing an identical or similar name which was registered within the 12 month period selected. If such names are found, the system will display a list of all such entities. This search facility will be offered from early February 2003 and will also be offered free of charge.

Selection of proposed name

9. To assist you in conducting a more thorough and comprehensive name search, we have come up with a set of Guidelines which is found on the ACRA website under the heading "Company Registration"- "Incorporating a Local Company" ? How to apply for a name of a local company". A copy of these Guidelines (which are slightly different from the home page and adapted for this practice direction) is set out below for your convenience.

Guidelines On Searching for Identical or Similar Names

Please key in part of the name instead of the entire proposed name, for a more thorough search.

Eg. If the proposed name is "Soundtrack Computers", the possible ways of checking are: Soundtrack, Sound Track, The Sound, Sound-Track, Sound - Track, Soundtrek, etc.

For names with initials, please key in the various combinations of the proposed name.

Eg. If the proposed name is "AB Trading", the possible ways of checking are: AB, A B, A.B, A. B, A-B, A - B, A&B, A & B, ANB, A N B, A 'n' B, The AB, The A.B, The A&B, etc.

Please note that you can use the "%" symbol to check for words, letters or symbols in between two letters or words. For instance, a simple search for "AB Trading" will not reveal the existence of names like "A-B Trading", "A.B Trading" "A No.1 B trading" or any of such permutations. If you do not wish to key in the various combinations as shown above, you may use the "%" symbol. You can key in your search thus: "A%B%Trading".

Please check for names with similar pronunciations.

The possible ways of checking for similarly pronounced names are:

Eg. Wah, Wa, Hwa, Hua, etc. Sing, Seng, Sin, Sen, Xing, Xin, Shing, etc. How, HaoYen, Yan, Yian, Yien, Yuan, etc. Chong, Chung, Cheong, CheungCity, CitiClassic, Classique, Klassic, Clasic, etc. Express, Xpress, X'press, X-press, etc. Yew Fa, Yew Fatt, You Fa, Yu Fa, Yewfa, U Fa, etc.

Eg. If the proposed name is "The Fashion", the possible ways of checking are: Fashion, De Fashion, De-Fashion, De' Fashion, De. Fashion, D. Fashion, D-Fashion, D Fashion, D' Fashion, etc.

Please check for similar names, but in different sequence(s).

Eg. If the proposed name is "Gift Express", please also check for "Express Gift". If the proposed name is "Bags Big and Small", please also check for "Bags Small and Big" / "Big and Small Bags", "Small and Big Bags" etc.

Please check for similar names dealing with a similar trade or in a similar industry. Please also check for words with similar meanings as the proposed name.

Eg. "Rose Transport" is similar to "Rose Transportation" / "Rose Forwarding", etc. "Bob Construction" is similar to "Bob Renovation" / "Bob Contractor" / "Bob Builder", etc. "Red Fashion" is similar to "Red Boutique" / "Red Apparel", etc. "AB Trading" is similar to "AB Marketing" / "AB Enterprise" / "AB Import & Export", etc.

Please note that each of the following common descriptive word is considered as similar with those mentioned in the same line:

- i) Trading; trade; marketing; enterprise
- ii) Investment ; holding

- iii) Construction; building; builder; build
- iv) Contractor; renovation contractor
- v) Systems; solutions; information technology; I.T.; technologies
- vi) Travels; travelling; traveler
- vii) Movers; transports; logistics
- viii) Freight forwarders; freight forwarding, express.

Graphical words and phrases, including names of countries and places are not considered to be sufficiently distinguishing or descriptive.

Eg. "Hello Trading" is similar to "Hello Trading International" / "Hello Trading Singapore", etc. Conversely, "Comfy Sofas South-East Asia " is similar to "Comfy Sofas", etc.

Punctuation marks are not considered to be sufficiently distinguishing or descriptive.

Eg. "Happy! Hamsters" is similar to "Happy Hamsters" "Faraway Tour" is similar to "Far-Away Tour"

Please check for similar company and business names, whether the proposed name is for a company or a business.

Eg. "Square Chocolates Pte Ltd" is similar to "Square Chocolates Trading", etc. "Loud Music Enterprise" is similar to "Loud Music Inc." / "Loud Music Pte Ltd"/ "Loud Music Sdn. Bhd.", etc.

Issued on 7th January 2003.

**Miss Juthika Ramanathan
Registrar
ACRA
Singapore**