

CORPORATE & COMMERCIAL – GENERAL PRACTICE

(SOLICITOR SEAT) CHECKLIST

Introduction

A Corporate & Commercial (General Practice) Seat should prepare a practice trainee (“PT”) to a standard which will enable him or her to deal with the work likely to be encountered in the first few years of general corporate and commercial practice.

- 1) For PTs undertaking the Corporate & Commercial (General Practice) Seat as their **Core Seat**, the supervising solicitor must ensure that the PT completes:
 - a) All tasks set out in Section A; and
 - b) **Five tasks** set out in Section B.

- 2) For PTs undertaking the Corporate & Commercial (General Practice) Seat as their **Secondary Seat**, the supervising solicitor must ensure that the PT completes:
 - a) All tasks set out in Section A; and
 - b) **Three tasks** set out in Section B.

SECTION A

No.	Task	Done <i>(please tick accordingly)</i>
A1	Assist in interviewing and taking instructions from a client on a corporate matter	
A2	Conduct legal research on a client’s query on a corporate matter and communicate research results to their supervising solicitor, or any other lawyer as directed by the supervising solicitor, as effectively as possible through written memoranda or any other medium	
A3	Assist in preparing an engagement letter for a corporate matter	
A4	Prepare advice on the Companies Act 1967 or on general corporate regulatory matters	

A5	<p>Assist with corporate secretarial matters for a private or public company (whether limited by shares or otherwise)</p> <p>This may include assisting with the drafting or reviewing of board or shareholders' resolutions, the preparing or reviewing of the notice or minutes of annual general meeting(s), or such other corporate secretarial documents as the supervising solicitor, or any other lawyer as directed by the supervising solicitor, may deem fit</p>	
A6	Attend negotiations with counterparties in relation to contracts or transaction documents	
A7	Assist with know-your-client (KYC) or anti-money laundering (AML) checks	
A8	Discuss potential ethical issues that may arise in a corporate and commercial practice with the supervising solicitor	
A9	Receive guidance on handling conflicts of interest issues	

SECTION B

No.	Task	Done <i>(please tick accordingly)</i>
B1	Assist in the establishment or incorporation of a business vehicle in Singapore (e.g. companies, partnerships, variable capital companies)	
B2	Prepare advice on the Employment Act, Employment of Foreign Manpower Act, or on any collective agreements or employment related matters	
B3	Prepare advice on the Personal Data Protection Act or other personal data or privacy related matters or reviewing any personal data protection policy(ies)	
B4	Prepare advice on the Securities and Futures Act or other securities related matters	

B5	Assist in preparing, reviewing and/or advising on non-disclosure agreement(s) or confidentiality agreements	
B6	Assist in preparing, reviewing and/or advising on consultancy or service agreement(s)	
B7	Assist in preparing, reviewing and/or advising on agreement(s) relating to agency or distribution arrangements	
B8	Assist in preparing, reviewing and/or advising on agreement(s) relating to outsourcing arrangements	
B9	Assist in preparing, reviewing and/or advising on contract(s) for manufacture or for procurement of goods and services	
B10	Conduct legal due diligence, including conducting intellectual property, litigation or insolvency searches, and reporting or advising on legal due diligence findings	
B11	Assist in drafting, reviewing and/or negotiating a share subscription or investment agreement, convertible note agreement, or other funding or financing agreement	
B12	Assist in drafting, reviewing and/or negotiating a share purchase agreement	
B13	Assist in drafting, reviewing and/or negotiating a business or asset sale agreement	
B14	Assist in drafting and/or reviewing completion documents in relation to the completion of a share sale	
B15	Assist in drafting and/or reviewing completion documents in relation to the completion of a business or asset sale	
B16	Assist in preparing and/or reviewing a disclosure letter containing exceptions to representations and warranties in a transaction document	

B17	Assist in drafting, reviewing and/or negotiating a shareholders' agreement or a joint venture agreement	
B18	Assist in drafting, reviewing and/or negotiating a term sheet, letter of intent or memorandum of understanding	
B19	Assist in drafting, reviewing, negotiating, and/or advising on an employment agreement or service agreement	
B20	Assist in drafting, reviewing, negotiating, and/or advising on a loan agreement, facilities agreement, or any agreement creating security in respect of any liabilities	
B21	Assist in drafting, reviewing, negotiating, and/or advising on any personal or corporate guarantee	
B22	Assist in drafting, reviewing and/or making amendments to a company's constitution	
B23	Assist with the preparation of a legal opinion	
B24	Assist a company with the adoption of an employee share option plan or performance share plan, or amendments to an existing employee share option plan or performance share plan	
B25	Assist with the drafting or review of a novation or assignment agreement	
B26	Assist with the drafting or review of an offer announcement in connection with a public takeover transaction	
B27	Assist with the preparation of an application to the Securities Industry Counsel (SIC) in accordance with the Singapore Code on Takeovers and Mergers	
B28	Assist with the drafting or review of an offer document or offeree circular or scheme document in connection with a public takeover transaction	
B29	Assist a company with its share buyback or capital reduction exercise	

B30	Assist a company with its share consolidation or share split exercise	
B31	Assist a company with its declaration of dividends	
B32	Assist a company to prepare an announcement pursuant to the listing requirements in respect of listed companies under the SGX Listing Manual	
B33	Assist a company to prepare a circular to shareholders (or such other document to be issued to shareholders) pursuant to the listing requirements in respect of listed companies under the SGX Listing Manual	
B34	Attend a management and/or directors' verification meeting for the purpose of verification of information contained in a circular (or such other document to be issued to shareholders), and preparing the verification notes for such verification meeting	
B35	Assist a company to populate an SGX compliance checklist	
B36	Prepare advice on continuing listing requirements in respect of listed companies under the SGX Listing Manual	
B37	Assist in the preparation or review of corporate governance reports or statements in annual reports of companies listed on the SGX	
B38	Prepare or review documents in respect of annual general meetings of companies listed on the SGX	
B39	Assist with the review or preparation of a prospectus or offer document in connection with an initial public offering (IPO)	
B40	Assist with the review of declaration forms, or attending interviews with the directors / executive officers / controlling shareholders / major customers and suppliers and preparing minutes in connection with an IPO	
B41	Assist with the drafting or review of the underwriting agreement, placement agreement or continuing sponsorship agreement	

B42	Assist with the drafting or review of documents to be submitted to SGX for the lodgement and registration of the offer document or prospectus for an IPO	
B43	Assist in or preparing advice on matters involving Singapore securities laws and/or exchange rules in respect of offerings and/or listing of collective investment schemes in Singapore	
B44	Assist in or preparing advice on matters involving fund structuring	
B45	Assist with the drafting, reviewing, advising on and/or updating of an offering document, a constitutive document or a subscription document for a fund	
B46	Assist with the drafting, reviewing, advising on and/or updating of a management or advisory agreement or a custodian agreement or administration agreement for a fund	
B47	Assist with regulatory applications and filings in connection with the offering and/or listing of collective investment schemes in Singapore	
B48	Assist in, researching on, or preparing advice on licensing and related regulatory matters for fund management companies in Singapore, such as licensing applications, exemptions and ongoing regulatory reporting and other requirements	
B49	Assist in, researching on, or preparing advice on Singapore corporate and regulatory matters relating to ongoing operations / maintenance of funds	
B50	Assist in, researching on, or preparing advice on regulatory and compliance matters in respect of REITs and/or Business Trusts	
B51	Assist in, preparing advice, or reviewing documents in respect of the primary / secondary offering of REIT and/or Business Trust units	
B52	Assist in, preparing advice and/or researching on regulatory and compliance matters in respect of REIT Managers under the capital markets services license regime	

B53	Assist in the preparation and/or review of advice relating to legal risk analysis arising from project agreements	
B54	Assist in the preparation, review and/or research for advising on regulatory, licensing and compliance matters in various energy and infrastructure sectors	
B55	Assist in the preparation and/or review of regulatory applications and/or submissions to regulatory authorities in various energy and infrastructure sectors	
B56	Assist in preparing, reviewing and/or negotiating project tender document(s) or requests for proposal(s) for an energy, infrastructure or other project	
B57	Assist in preparing, reviewing and/or negotiating project development agreement(s) or ancillary documentation for an energy, infrastructure or other project	
B58	Prepare advice on any other regulatory or licensing matter(s) relating to businesses which do not fall under any of the categories above	
B59	Prepare advice on and/or attend to the perfection, stamping, and registration of finance documents in Singapore	
B60	Assist with the collation of conditions precedent documents and issuing a customary report on conditions precedent documents	
B61	Assist with lodgements or filings to be made with the Accounting and Corporate Regulatory Authority of Singapore	

To the Singapore Institute of Legal Education:

I certify that this Practice Area Checklist accurately reflects the training undertaken and completed by the Practice Trainee under my supervision during the relevant period as specified in the Certificate of Diligence.

Name of Practice Trainee as per NRIC / FIN:	
Name of Singapore Law Practice:	
Practice Training Period Commencement Date:	
Name of Supervising Solicitor as per Practising Certificate:	
Signature of Supervising Solicitor:	
Date:	

Note: Ensure that the details provided above match with those in the approved Practice Training Contract.