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Singapore Tourism Board (Amendment) Bill

Bill No. 20/2022.

Read the first time on 1 August 2022.

A BILL

i n t i t u l e d

An Act to amend the Singapore Tourism Board Act 1963 and to make a consequential amendment to the Maritime and Port Authority of Singapore Act 1996.

Be it enacted by the President with the advice and consent of the Parliament of Singapore, as follows:

Short title and commencement

1. This Act is the Singapore Tourism Board (Amendment) Act 2022 and comes into operation on a date that the Minister appoints by notification in the *Gazette*.

Amendment of section 2

2. Section 2 of the Singapore Tourism Board Act 1963 (called in this Act the principal Act) is amended —

(a) by inserting, immediately after the definition of “associate member”, the following definitions:

““berth slot” means a specific time on a specific date during which a ship may be berthed at a cruise terminal;

“berthing framework” means the requirements or framework established by the Controller to govern the ability of cruise terminal licensees to allocate or refuse to allocate at their respective cruise terminals any berth slot for any ship (whether or not a cruise ship) calling in Singapore, including any matter relating to —

(a) the prioritisation of berth slots at a cruise terminal, and the re-allocation of berth bookings between different cruise terminals;

(b) the requirements and processes for managing berth bookings;

(c) the rejection of berth bookings from a cruise line that has unpaid fees and charges payable to a cruise terminal licensee where the fees and charges are required to be imposed by the cruise terminal licensee under section 29P;

(d) the grant of any preferential berthing arrangement to any cruise line, and the conditions of the grant; and

(e) the use of facilities, resources or technology (such as a common berth booking system) shared between a cruise terminal licensee and —

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(i) any other cruise terminal licensee; or

(ii) any public authority,

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and includes any modification made for a particular cruise terminal licensee under section 29I(2)(d);”;

(b) by inserting, immediately after the definition of “Board”, the following definition:

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““business trust” has the meaning given by section 2 of the Business Trusts Act 2004;”;

(c) by inserting, immediately after the definition of “committee member”, the following definitions:

““company” has the meaning given by section 4(1) of the Companies Act 1967;

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“Controller” means the Controller of Cruise Administration appointed under section 29(1), and includes (except in section 29(2)) any Deputy Controller appointed under section 29(1);

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“corporation” has the meaning given by section 4(1) of the Companies Act 1967;

“cruise line” means any entity offering the services of and operating one or more cruise ships;

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“cruise port services and facilities” means the services and facilities provided at a cruise terminal connected with or incidental to —

(a) the berthing of cruise ships;

(b) the embarkation of passengers and crew onto a cruise ship and their departure from Singapore on board the cruise ship; and

(c) the disembarkation of passengers and crew from a cruise ship and their entry into Singapore from the cruise ship,

including the services and facilities for any of the following:

(d) the provisioning of cruise ships while berthed;

(e) the checking-in and screening of the passengers and crew, and the handling, screening and storage of baggage and cargoes;

(f) the operation of customs, immigration and quarantine checks and control;

(g) the movement of the passengers, crew and other persons on and off cruise ships while berthed;

(h) the operation of security and police services;

(i) the maintenance and refueling of cruise ships while berthed, and waste disposal;

(j) the sale and collection of duty-free items or any other goods;

- (k) the parking of vehicles, and other transport related services and facilities;

“cruise ship” means a ship that —

- (a) is primarily used to provide voyages for on-board leisure or recreation, any part of which is on the high seas; 5
- (b) has on-board accommodation, dining and other facilities for the purposes of on-board leisure or recreation; and 10
- (c) has any other characteristic that the Minister may by notification in the *Gazette* declare, including any characteristic relating to or concerning one or more of the following: 15
 - (i) the tonnage of the ship;
 - (ii) the carrying capacity of the ship (whether in relation to passengers, crew or cargo); 20
 - (iii) the duration, routes and frequency of voyages undertaken by the ship;
 - (iv) the ports at which the ship calls on any voyage; 25
 - (v) the proportion which the area on the ship for any one or more leisure or recreational activities bears to the area on the ship for any one or more other leisure or recreational activities; 30

- (vi) the primary purpose for which the ship undertakes any of its voyages,

but does not include —

5 (d) any ferry or similar ship used solely for the transport on the high seas of any or any combination of passengers, vehicles and cargoes; and

10 (e) any ship where the ship or any voyage undertaken by the ship has any characteristic that the Minister may by notification in the *Gazette* declare;

15 “cruise terminal” means any site comprising terminal buildings, berths, connecting roads and pedestrian walkways, and other associated infrastructure, for use principally in connection with —

 (a) the berthing of cruise ships;

20 (b) the embarkation of passengers and crew onto a cruise ship and their departure from Singapore on board the cruise ship; and

25 (c) the disembarkation of passengers and crew from a cruise ship and their entry into Singapore from the cruise ship;

30 “cruise terminal licence” means a licence granted under section 29B, and includes a cruise terminal licence which a person is treated as having under section 29C pursuant to an in-principle approval;

 “cruise terminal licensee”, in relation to a cruise terminal, means the holder of the cruise terminal licence for that cruise terminal, or

the holder of an in-principle approval treated as a cruise terminal licence under section 29C for that cruise terminal;”;

- (d) by inserting, immediately after the definition of “inspecting officer”, the following definitions:

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““limited liability partnership” has the meaning given by section 4(1) of the Limited Liability Partnerships Act 2005;

“limited partnership” means a limited partnership registered under the Limited Partnerships Act 2008;

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“Maritime and Port Authority of Singapore” means the Maritime and Port Authority of Singapore established under the Maritime and Port Authority of Singapore Act 1996;”;

15

- (e) by inserting, immediately after the definition of “member”, the following definitions:

““operate”, in relation to a cruise terminal, includes managing, maintaining or otherwise exercising control over the operation of, the cruise terminal;

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“regulatory action” means —

- (a) in relation to a licensee in Part 3A — any action in section 28(1) or (2) that the Board may take against the licensee; and

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- (b) in relation to a cruise terminal licensee in Part 3AA — any action in section 29G(1)(j) to (m) that the Controller may take against the licensee;

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“ship” has the meaning given by section 2(1) of the Merchant Shipping Act 1995;”;

(f) by inserting, immediately after the word “which” in paragraph (a) of the definition of “tourism enterprise”, the words “, either wholly or in part,”;

(g) by inserting, immediately after paragraph (a) of the definition of “tourism enterprise”, the following paragraph:

“(aa) any business which, either wholly or in part, operates any cruise terminal;”;

(h) by inserting, immediately after the word “accommodation,” in paragraph (b) of the definition of “tourism enterprise”, the words “entertainment, wellness activities or events, dining, retail,”;

(i) by inserting, immediately after the words “in part,” in paragraph (c) of the definition of “tourism enterprise”, the words “promotes tourism in Singapore or”;

(j) by deleting paragraph (d) of the definition of “tourism enterprise” and substituting the following paragraph:

“(d) any other undertaking intended wholly or in part for the benefit of visitors to Singapore, or for the purpose of drawing visitors to Singapore, including any of the following:

(i) organising or conducting, or otherwise participating in, any convention, exhibition, show, fair or event (whether for business, entertainment, artistic or sporting pursuit, or otherwise);

(ii) managing or maintaining any museum, theme park or other attraction;

(iii) conducting any publicity campaign;” and

- (k) by deleting the full-stop at the end of the definition of “tourism-related product” and substituting a semi-colon, and by inserting immediately thereafter the following definitions:

““trustee-manager”, “unit” and “unitholder” have the meanings given by section 2 of the Business Trusts Act 2004;

“unregistered company” has the meaning given by section 245 of the Insolvency, Restructuring and Dissolution Act 2018.”.

Repeal and re-enactment of section 4

3. Section 4 of the principal Act is repealed and the following section substituted therefor:

“Chairperson of Board

4.—(1) The Minister must appoint a person (other than the Chief Executive) as the Chairperson of the Board.

(2) Subject to the provisions of this Act, the Chairperson holds office for the period and on the terms determined by the Minister, unless the appointment is earlier revoked by the Minister under section 5(7) or the person so appointed resigns during the person’s period of office.”.

Amendment of section 5

4. Section 5 of the principal Act is amended —

(a) by deleting “10” in subsection (1)(c) and substituting the words “at least 5 and not more than 12”;

(b) by deleting subsection (2) and substituting the following subsection:

“(2) A person appointed by the Minister as a member of the Board under subsection (1)(c) holds office for the period and on the terms determined by the Minister for that person, unless the person’s appointment is earlier revoked by the Minister under

subsection (7) or the person resigns during the person's period of office.”;

(c) by inserting, immediately after the words “member of the Board” in subsection (3), the words “who is not the Chairperson or the Chief Executive,”; and

(d) by deleting subsection (4) and substituting the following subsections:

“(4) The Deputy Chairperson has and may exercise all the functions and powers of the Chairperson in relation to a matter if —

(a) the Chairperson is unavailable; or

(b) the Chairperson is interested (within the meaning given by Part 4 of the Public Sector (Governance) Act 2018) in the matter.

(4A) The Chairperson or Deputy Chairperson presiding at a meeting of the Board has an original as well as a casting vote.”.

Amendment of section 7

5. Section 7(1) of the principal Act is amended by deleting the word “and” at the end of paragraph (c), and by inserting immediately thereafter the following paragraphs:

“(ca) to create an economic regulatory framework to regulate persons operating cruise terminals with respect to any matter pertaining to the efficient, reliable and economical operation of cruise terminals, including (but not limited to) the following:

(i) berthing allocations at cruise terminals;

(ii) the price charged by such persons for any cruise port services and facilities;

(iii) the operational efficiency of, and the quality of the experience of users and visitors at, cruise terminals including through the timely and

seamless delivery or provision of cruise port services and facilities;

(*cb*) to operate any cruise terminal in Singapore (including through an agent); and”.

Amendment of section 8

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6. Section 8 of the principal Act is amended —

(*a*) by inserting, immediately after the words “tourism enterprise” in paragraph (*a*), the words “, whether such person, body, organisation or tourism enterprise is within or outside Singapore”;

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(*b*) by deleting paragraph (*b*) and substituting the following paragraph:

“(b) to engage in, assist in or promote the improvement or development of facilities for visitors to Singapore and the experience of visitors in travelling to and while in Singapore (including by safeguarding the wellbeing of the visitors while in Singapore), and generally to develop and promote Singapore as a travel and tourist destination of quality, standing and repute;”;

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(*c*) by inserting, immediately after the word “persons” in paragraph (*d*), the words “within or outside Singapore,”;

(*d*) by deleting the words “and to prescribe the conditions under which the licences may be granted and the fees which may be levied for the licences” in paragraph (*f*);

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(*e*) by deleting paragraph (*h*) and substituting the following paragraphs:

“(h) to provide any grant or subsidy, any loan or advance, any stipend, or any other financial support to any person carrying on a tourism enterprise within or outside Singapore, on the conditions determined by the Board;

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(*ha*) where a tourism enterprise undertakes any matter for any of the following purposes:

(i) to develop and promote Singapore as a travel and tourist destination;

(ii) to enhance the travel and tourism sector's contribution to the Singapore economy,

(whether the tourism enterprise or matter is within or outside Singapore), with the approval of the Minister, to provide any guarantee, indemnity or other security for any obligation or liability of the tourism enterprise in connection with that matter;";

(*f*) by inserting, immediately after the words "tourism enterprise" in paragraph (*o*), the words "within or outside Singapore";

(*g*) by deleting the words ", or by collaborating with persons carrying on tourism enterprises or entering into partnerships or any other arrangements with them" in paragraph (*r*);

(*h*) by inserting, immediately after paragraph (*r*), the following paragraph:

"(*ra*) to collaborate with persons carrying on tourism enterprises or enter into partnerships or any other arrangements with them, whether any such person or tourism enterprise is within or outside Singapore;";

(*i*) by deleting the word "and" at the end of paragraph (*s*), and by inserting immediately thereafter the following paragraph:

"(*sa*) to collect, compile and analyse information, and commission surveys,

research or studies relating to its functions;”; and

- (j) by renumbering the section as subsection (1) of that section, and by inserting immediately thereafter the following subsection:

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“(2) Any financial support provided by the Board pursuant to subsection (1)(h) may include a requirement for the repayment of the whole or any part of the financial support (whether or not with interest) if the person fails to comply with or satisfy any condition of the financial support, and the Board may sue for the repayment of the financial support with, as may be applicable, any interest, as a debt due to the Board.”.

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New section 14A

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7. The principal Act is amended by inserting, immediately after section 14, the following section:

“Validity of acts, etc.

14A.—(1) Despite section 33 of the Interpretation Act 1965, the exercise of any power or performance of any function of the Board by the Board is not affected merely because at the relevant time —

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(a) there was a vacancy in the membership of the Board, including a vacancy arising from the failure to appoint a member;

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(b) there was some defect or irregularity existing in the appointment or continuance in office of the individual purporting to be a member of the Board; or

(c) there was an irregularity in the Board’s decision-making procedure that does not affect the merits of the decision made.

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(2) The acts of an individual as a member of the Board are not affected merely because —

- (a) there was some defect or irregularity existing in the appointment or continuance in office of the individual purporting to be a member of the Board; or
- (b) in the case of an individual acting in the capacity of the Chairperson, member or Chief Executive, the occasion for the individual so acting, or for his or her appointment, had not arisen or had ended.”.

Amendment of section 19

8. Section 19 of the principal Act is amended by deleting the words “section 8(*l*)” and substituting the words “section 8(1)(*l*)”.

Amendment of section 20

9. Section 20(1) of the principal Act is amended by deleting the definition of “guiding services” and substituting the following definition:

““guiding services”, in relation to a tourist, includes providing any information, description or explanation to the tourist while accompanying the tourist in or to a place or point of interest in Singapore, but not if the information, description or explanation is a mere reference to the location of, or a location in or around, the place or point of interest;”.

Amendment of section 24

10. Section 24 of the principal Act is amended by inserting, immediately after subsection (1), the following subsection:

“(1A) Without affecting subsection (1), a condition under subsection (1) may require the licensee to do or to refrain from doing any thing specified, or of a description specified, in the condition, including for the purpose of protecting the wellbeing of the licensee, any tourists guided by the licensee, or both, or otherwise in the public interest.”.

Amendment of section 25

11. Section 25 of the principal Act is amended —

- (a) by deleting the words “wear his or her tourist guide badge prominently on his or her person” in subsection (2)(a) and substituting the words “unless the Board otherwise allows, wear prominently on his or her person any tourist guide badge issued to the licensee that is not in an electronic form,”; 5
- (b) by deleting the word “A” in subsection (3) and substituting the words “Subject to subsection (3A), a”; 10
- (c) by deleting the words “must surrender his or her badge” in subsection (3) and substituting the words “that is not in an electronic form must surrender that badge”; 15
- (d) by inserting, immediately after subsection (3), the following subsection: 15
 - “(3A) The Board may, instead of requiring a tourist guide badge that is not issued in an electronic form to be surrendered under subsection (3)(b) or (c), require the person to whom the badge was issued to destroy the badge in the manner specified by the Board, and the person must comply with the requirement.”; 20
- (e) by inserting, immediately after the words “subsection (3)” in subsection (4), the words “or (3A)”; and
- (f) by inserting, immediately after subsection (6), the following subsection: 25
 - “(6A) For the purposes of subsection (6)(b), where a tourist guide badge is issued in electronic form, a person sells the tourist guide badge if the person provides another person access to the tourist guide badge (in electronic form) for consideration.”. 30

New sections 26A and 26B

12. The principal Act is amended by inserting, immediately after section 26, the following sections:

“Directions of Board

5 **26A.**—(1) The Board may, if it thinks it necessary or expedient in the public interest (including for the purpose of protecting the wellbeing of the licensee, any tourists guided by the licensee, or both), give directions to the licensee to do or to refrain from doing any thing specified, or of a description specified, in the direction, and the licensee must comply with the direction.

10 (2) Before issuing a direction under this section, the Board must, unless the Board considers that it is not practicable or desirable in the particular circumstances of the case, serve on the licensee to whom the direction is to be issued, written notice of the Board’s intention.

(3) The written notice must —

15 (a) state the direction the Board intends to make and its effect; and

 (b) specify the time (being at least 14 days after the date of service of the written notice on the person) within which any written representation may be given to the Board, or any representation by the licensee heard, with respect to the Board’s intention.

(4) On considering any representation made by the licensee under subsection (3)(b), the Board may decide to —

25 (a) proceed as intended (including with any modification to the direction as the Board thinks fit); or

 (b) not proceed as intended,

and must serve on the licensee written notice of the Board’s decision.

30 (5) If no representation is made to the Board within the time mentioned in subsection (3)(b) or if any representation made under that provision is withdrawn, the Board may proceed as intended (including with any modification as the Board thinks fit) and must serve on the licensee written notice of the Board’s decision.

(6) The licensee must comply with the direction served pursuant to a decision under subsection (4) or (5) in or within the time specified in the direction for compliance.

(7) Where the licence of the licensee ceases to be in force after the direction is issued, the former licensee must still comply with the direction.

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(8) The licensee is not required to comply with the direction to the extent it is inconsistent with any requirement under any other written law.

(9) Any person who fails to comply with a direction under subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both and, in the case of a continuing offence, to a further fine not exceeding \$500 for every day or part of a day during which the offence continues after conviction.

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Modification of directions, etc.

26B.—(1) The Board may at any time vary, suspend or revoke the whole or any part of a direction issued to a licensee under section 26A.

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(2) Before varying, suspending or revoking a direction or part of a direction, the Board must serve on the licensee written notice of the Board's intention, unless the Board considers that it is not practicable or desirable to do so in the particular circumstances of the case.

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(3) The written notice must —

(a) state the direction or part of the direction that the Board intends to vary, suspend or revoke, and (in the case of a variation) the effect of the variation; and

(b) specify the time (being at least 14 days after the date of service of the written notice on the licensee) within which any written representation may be given to the Board, or any representation by the licensee heard, with respect to the Board's intention.

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(4) On considering any representation made by the licensee under subsection (3)(b), the Board may decide to —

(a) proceed as intended (including with any modification to the direction or part of the direction as the Board thinks fit); or

(b) not proceed as intended,

and must serve on the licensee written notice of the Board's decision.

(5) If no representation is made to the Board within the time mentioned in subsection (3)(b) or if any representation made under that provision is withdrawn, the Board may proceed as intended (including with any modification as the Board thinks fit) and must serve on the licensee written notice of the Board's decision.

(6) The variation, suspension or revocation takes effect at the time and date specified by the Board in the written notice of the Board's decision.”.

Repeal of section 27

13. Section 27 of the principal Act is repealed.

Amendment of section 28

14. Section 28 of the principal Act is amended —

(a) by deleting the words “in any material particular” in subsection (1)(a) and substituting the words “(including as a result of an omission) in any material particular, or the licensee otherwise obtained his or her licence through fraud or misrepresentation”;

(b) by deleting the words “section 27(1)” in subsection (1)(b) and substituting the words “section 32B(1)”;

(c) by inserting, immediately after paragraph (d) of subsection (1), the following paragraph:

“(da) contravenes any direction issued by the Board to the licensee under section 26A or

this section (as may be varied under section 26B or this section, as the case may be);”;

- (d) by deleting subsection (2) and substituting the following subsection:

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“(2) Subject to subsection (3), in the case where a licensee —

(a) refuses or fails, without reasonable excuse, to comply with any requirement of the Board or an inspecting officer under section 32B(1);

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(b) contravenes any provision of this Act or any regulations made under this Act;

(c) contravenes any condition of his or her licence; or

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(d) contravenes any direction issued by the Board to the licensee under section 26A or this section (as may be varied under section 26B or this section, as the case may be),

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the Board may, instead of suspending or revoking his or her licence under subsection (1)(b), (c), (d) or (da) (as the case may be), do one or more of the following:

(e) issue any direction to the licensee to do or not to do anything specified in the direction;

25

(f) subject to subsection (3), require the licensee to pay a financial penalty of an amount not exceeding \$1,000 by a date that the Board may determine;

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(g) debar the licensee from applying for the grant or renewal of any licence for a period specified by the Board.”;

- (e) by deleting the words “Subsection (2)” in subsection (3) and substituting the words “Subsection (2)(f)”;
- (f) by deleting subsection (4) and substituting the following subsections:

5 “(4) Where the Board intends to take any regulatory action under subsection (1) or (2) against a licensee, the Board must serve the licensee written notice of the Board’s intention, unless the Board considers that it is not practicable or desirable in the particular
10 circumstances of the case to do so.

(4A) The written notice must specify —

(a) the regulatory action that the Board intends to take against the licensee;

15 (b) the ground or grounds in subsection (1) or (2) (as the case may be) on which the Board intends to rely; and

(c) the time (being at least 14 days after the date of service of the written notice on the licensee) within which any written
20 representation may be given to the Board, or any representation by the licensee heard, with respect to the Board’s intention.

(4B) On considering any representation made by the licensee under subsection (4A)(c), the Board may
25 decide to —

(a) proceed with the intended regulatory action (including with any modification as the Board thinks fit); or

30 (b) not proceed with the intended regulatory action or proceed with a different regulatory action,

and must serve on the licensee written notice of the Board’s decision.

(4C) If no representation is made to the Board within the time mentioned in subsection (4A)(c) or if any representation made under that provision is withdrawn, the Board —

(a) may decide to proceed as intended (including with any modification as the Board thinks fit), or may decide not to proceed; and 5

(b) must serve on the licensee written notice of the Board’s decision.”; and 10

(g) by deleting subsection (5) and substituting the following subsections:

“(5) The Board’s decision mentioned in subsection (4B) or (4C) (as the case may be) does not take effect until — 15

(a) the expiry of the period allowed under section 42A for the licensee to appeal to the Minister against the decision; and

(b) if an appeal is made in the period allowed under section 42A for the licensee to appeal — 20

(i) the determination or rejection of the appeal by the Minister or his or her designate under section 42A; or

(ii) (if the appeal is withdrawn) the withdrawal of the appeal. 25

(5A) The suspension or revocation of any licence under this section does not affect the enforcement by any person of any right or claim against the licensee or former licensee, or by the licensee or former licensee of any right or claim against any person. 30

(5B) If the written notice under subsection (4) is served on the licensee before the expiry of his or her

licence and the licence expires before the Board can —

(a) make a determination whether one or more of the grounds in subsection (1) or (2) mentioned in the written notice under subsection (4A)(b) are satisfied; or

(b) (if the Board has made such a determination) take any regulatory action under subsection (1) or (2) (whether or not mentioned in that written notice under subsection (4A)(a)),

this section continues to apply and the Board may, at any time after the expiry —

(c) continue to make such determination or take regulatory action under subsection (2) or both (as may be appropriate) in relation to the former licensee; or

(d) not continue with any further action under this section.

(5C) For the purpose of subsection (5B), a licence expires when any of the following occurs:

(a) its period of validity ends;

(b) it is revoked under subsection (1) (read with subsection (5));

(c) it is cancelled under subsection (6).

(5D) To avoid doubt and without affecting section 23(2), a determination under subsection (5B) is a relevant consideration for the purpose of any application that the former licensee may subsequently make under section 23.

(5E) Where regulatory action taken under this section is the issue of a direction under subsection (2)(e), the Board may at any time vary, suspend or revoke the whole or any part of the

direction, and section 26B applies in relation to such variation, suspension or revocation as if the direction in question were a direction issued under section 26A.

(5F) For the purposes of subsection (5E), references in section 26B to a licensee include a former licensee.”.

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Repeal of section 29 and new Part 3AA

15. Section 29 of the principal Act is repealed and the following Part substituted therefor:

“PART 3AA

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CRUISE TERMINALS

Division 1 — Administration

Controller of Cruise Administration, etc.

29.—(1) For the purposes of administering and enforcing this Part, the Board must appoint from the members, officers or employees of the Board —

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(a) a Controller of Cruise Administration; and

(b) one or more Deputy Controllers of Cruise Administration as the Board thinks fit.

(2) A Deputy Controller of Cruise Administration has and may exercise and perform all the powers, duties and functions of the Controller conferred by this Act, subject to any limitations imposed by the Controller.

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(3) The Controller is, in administering and enforcing this Part, subject to the general and special directions of the Board.

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Division 2 — Cruise terminal licences

Licence required to operate cruise terminal

29A.—(1) A person must not operate any cruise terminal unless the person has in force a cruise terminal licence for the cruise terminal.

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(2) Any person who contravenes subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$500,000 and, in the case of a continuing offence, to a further fine not exceeding \$5,000 for every day or part of a day during which the offence continues after conviction.

Cruise terminal licence application

29B.—(1) Any person who desires to apply for or renew a cruise terminal licence in respect of any cruise terminal —

- (a) must apply to the Controller in such form and manner as the Controller may require, with the information and documents required by the Controller; and
- (b) in the case of an application to renew a licence, must submit the application to the Controller within such period before the expiry of the licence as the Controller may specify.

(2) The following are matters which the Controller may take into account in considering the application:

- (a) the ability of the applicant to finance the operation of the cruise terminal;
- (b) the experience of the applicant in operating the cruise terminal and any other cruise terminal (whether in Singapore or elsewhere), and the applicant's ability to perform the duties of a cruise terminal licensee imposed under this Act, any regulations made under this Act and the cruise terminal licence;
- (c) the suitability of the site of the cruise terminal for its use as such;
- (d) the name by which the cruise terminal is to be known;
- (e) the suitability of the applicant as a cruise terminal licensee (including whether the applicant has observed and complied with all duties and obligations imposed on it under any written law administered, or licence issued, by the Maritime and Port Authority of Singapore).

(3) On considering the application, the Controller may —

(a) grant or renew the cruise terminal licence, as the case may be; or

(b) refuse the application,

and the Controller must notify the applicant in writing accordingly. 5

(4) Without affecting subsection (2), the Controller may refuse the application if the Controller is satisfied that —

(a) the applicant is not able to finance the operation of the cruise terminal; 10

(b) the applicant is not a suitable person to be involved in the operation of a cruise terminal;

(c) there is reason to believe that the applicant —

(i) is contravening or has contravened —

(A) any provision of this Act or any regulations made for the purposes of this Act, or any provision of the Maritime and Port Authority of Singapore Act 1996 or any regulations made under that Act; 15

(B) any condition of a cruise terminal licence of the applicant or of a public licence issued to the applicant under the Maritime and Port Authority of Singapore Act 1996, whether or not in relation to the same cruise terminal that is the subject of the application; or 20 25

(C) any direction issued to the applicant under this Part, or to the applicant as a public licensee under the Maritime and Port Authority of Singapore Act 1996; or 30

(ii) is refusing or has refused or failed, without reasonable excuse, to comply with any

requirement of the Controller or an inspecting officer under section 32B(1);

(d) the application contains any information that is false or the application is misleading (including as a result of an omission), in any material particular;

(e) the name proposed for the cruise terminal concerned —

(i) is likely to mislead members of the public as to the true character and purpose of the cruise terminal, including by reason of the inclusion of the name of a sponsor or donor;

(ii) is identical with or so nearly resembling the name of another cruise terminal or person or individual or thing (whether in Singapore or elsewhere) as to be likely to deceive or cause confusion in relation to it;

(iii) is likely to give any impression that the cruise terminal is connected to the Government or any public authority, or with any other body of persons or any individual or thing (whether in Singapore or elsewhere), when it is not so connected; or

(iv) is undesirable or offensive, or may bring disrepute to Singapore or cause confusion as to Singapore as a tourist destination; or

(f) it is in the public interest to do so.

(5) Where the Controller is satisfied that a cruise terminal licence should not be renewed, the Controller may, despite being so satisfied, renew the cruise terminal licence for a period not exceeding 12 months for the purpose of facilitating the transfer by the applicant of the management, operation and administration of the cruise terminal to the person taking over the same from the applicant.

(6) A cruise terminal licensee that does not intend to renew its cruise terminal licence must provide the Controller with at least 24 months' prior written notice or such other shorter or longer period as may be prescribed in substitution.

(7) The Controller may, at any time, amend a cruise terminal licence by changing —

(a) the particulars of the person to whom the licence is granted, including the name of the person (but not where the effect of the change in name would be to transfer or assign the benefit of the cruise terminal licence, without the consent having been obtained under section 29F); and

(b) the description (including the name and site) of the cruise terminal to which the licence relates (including by addition or deletion, or both).

In-principle approvals

29C.—(1) This section applies where an application has been made for the grant or renewal of a cruise terminal licence, and the Controller requires the applicant to fulfil one or more requirements pending the Controller's determination of the application.

(2) The Controller may give the applicant an in-principle approval for the grant or renewal of the cruise terminal licence pending the applicant fulfilling the requirements, permitting the applicant to provide all or any cruise port services and facilities at the cruise terminal that is to be the subject of the cruise terminal licence to be granted or renewed.

(3) The Controller may give the in-principle approval subject to any conditions that the Controller thinks fit.

(4) The Controller must specify a validity period for the in-principle approval that does not exceed 12 months, and may extend the validity period one or more times, but the initial validity period and every extension must not exceed 12 months in total.

(5) Except to the extent provided under subsection (4), the in-principle approval cannot be renewed.

(6) For the purposes of this Act, so long as an in-principle approval is in force —

- (a) it is treated as a cruise terminal licence;
- (b) the applicant is treated as a cruise terminal licensee; and
- (c) the conditions mentioned in subsection (3) are conditions of a cruise terminal licence.

(7) Without affecting section 29G and despite the validity period (including any extensions) of the in-principle approval under subsection (4), the in-principle approval ceases to be in force —

- (a) if the applicant fails to comply with any requirement imposed under subsection (1); or
- (b) on the determination of the application under section 29B(3).

Name of cruise terminal

29D. Unless the Controller otherwise allows, a cruise terminal licensee must not use any name for the cruise terminal to which its cruise terminal licence relates, except the name specified in the licence for the cruise terminal.

Validity of cruise terminal licence

29E.—(1) Subject to subsection (2), a cruise terminal licence remains in force for the validity period specified in the cruise terminal licence, unless earlier revoked under section 29G or cancelled under section 29H.

(2) A cruise terminal licence is treated as not being in force —

- (a) for any period for which the licence is suspended under section 29G; and

- (b) for the part or the whole of any validity period mentioned in subsection (1) for which the cruise terminal licensee does not have in force a public licence under the Maritime and Port Authority of Singapore Act 1996 in relation to the cruise terminal to which the cruise terminal licence relates.

5

Restriction on transfer of cruise terminal licence

29F.—(1) A cruise terminal licensee must not transfer or assign the benefit of its cruise terminal licence to any other person without the prior written consent of the Controller.

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(2) Any transfer or assignment in contravention of subsection (1) is for all purposes void and of no effect.

(3) Any person who contravenes subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$100,000.

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Suspension and revocation of cruise terminal licence, etc.

29G.—(1) If the Controller is satisfied in relation to any cruise terminal licensee of a cruise terminal that —

- (a) the cruise terminal licensee has contravened, is contravening, or is likely to contravene —

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- (i) any provision of this Act or any regulations made for the purposes of this Act, or any provision of the Maritime and Port Authority of Singapore Act 1996 or any regulations made under that Act;

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- (ii) any condition of its cruise terminal licence or a public licence granted to it under the Maritime and Port Authority of Singapore Act 1996; or

(iii) any direction issued by the Controller to the cruise terminal licensee under Division 3 or this subsection (as may be modified under that Division or this section, as the case may be), or by the Maritime and Port Authority of Singapore under the Maritime and Port Authority of Singapore Act 1996 to the applicant as a public licensee (as may be modified under that Act);

(b) the cruise terminal licensee provided or caused to be provided to the Controller or any inspecting officer any information (including information in connection with its application for or renewal of a cruise terminal licence) which is false or misleading (including as a result of an omission) in any material particular, or the cruise terminal licensee otherwise obtained its cruise terminal licence through fraud or misrepresentation;

(c) the cruise terminal licensee refuses or fails, without reasonable excuse, to comply with any requirement of the Controller or an inspecting officer under section 32B(1);

(d) the cruise terminal licensee has gone or is likely to go into compulsory liquidation or voluntary liquidation other than for the purpose of amalgamation or reconstruction;

(e) the cruise terminal licensee has made any assignment to, or composition with, its creditors;

(f) the cruise terminal licensee has ceased or is likely to cease operation of the cruise terminal to which its cruise terminal licence relates;

(g) the cruise terminal licensee is not a suitable person to continue to be involved in the operation of the cruise terminal;

(h) the cruise terminal licensee ceases to have in force a public licence granted under the Maritime and Port

Authority of Singapore Act 1996 in relation to the cruise terminal to which the cruise terminal licence relates; or

(i) the public interest of Singapore requires,

then the Controller may do one or more of the following:

(j) issue any direction to the cruise terminal licensee to do or not to do anything specified in the direction;

(k) where paragraph (a) or (c) applies, subject to subsection (2), impose on the cruise terminal licensee a financial penalty not exceeding the higher of the following amounts, payable to the Board within the time specified by the Controller:

(i) 1% of the annual turnover of that part of the licensee's business to which the cruise terminal licence relates, as ascertained from the licensee's latest audited accounts;

(ii) \$100,000;

(l) debar the cruise terminal licensee from applying for the grant or renewal of any cruise terminal licence for a period specified by the Controller;

(m) suspend the cruise terminal licence of the cruise terminal licensee for a period specified by the Controller that must not exceed 12 months or such longer period as may be prescribed in substitution, or revoke the licence.

(2) Subsection (1)(k) does not apply in respect of any contravention which is prescribed to be an offence under this Act or any regulations made under this Act.

(3) A suspension under subsection (1)(m) may relate to one or more cruise port services and facilities being provided, or intended to be provided, at the cruise terminal to which the cruise terminal licence relates, whether generally or in relation to any class or category of ships or any ship by any description.

(4) Where the Controller intends to take any regulatory action under subsection (1) against a cruise terminal licensee, the Controller must serve on the cruise terminal licensee written notice of the Controller's intention, unless —

(a) the Controller considers that it is not practicable or desirable in the particular circumstances of the case to do so; or

(b) the cruise terminal licensee has been dissolved or wound up or has otherwise ceased to exist, or has ceased operation of the cruise terminal to which its cruise terminal licence relates.

(5) The written notice must specify —

(a) the regulatory action that the Controller intends to take against the cruise terminal licensee;

(b) the ground or grounds in subsection (1)(a) to (i) on which the Controller intends to rely; and

(c) the time (being at least 14 days after the date of service of the written notice on the cruise terminal licensee) within which any written representation may be given to the Controller, or any representation by the cruise terminal licensee heard, with respect to the Controller's intention.

(6) On considering any representation made by the cruise terminal licensee under subsection (5)(c), the Controller may decide to —

(a) proceed with the intended regulatory action (including with any modification as the Controller thinks fit); or

(b) not proceed with the intended regulatory action or proceed with a different regulatory action,

and must serve on the cruise terminal licensee written notice of the Controller's decision.

(7) If no representation is made to the Controller within the time mentioned in subsection (5)(c) or if any representation made under that provision is withdrawn, the Controller —

(a) may decide to proceed as intended (including with any modification as the Controller thinks fit), or may decide not to proceed; and 5

(b) must serve on the cruise terminal licensee written notice of the Controller's decision.

(8) The decision of the Controller mentioned in subsection (6) or (7) (as the case may be) does not take effect until — 10

(a) the expiry of the period allowed under section 42A for the cruise terminal licensee to appeal to the Minister against the decision; and

(b) if an appeal is made in the period allowed under section 42A for the licensee to appeal — 15

(i) the determination or rejection of the appeal by the Minister or his or her designate under section 42A; or

(ii) (if the appeal is withdrawn) the withdrawal of the appeal. 20

(9) The suspension or revocation of any cruise terminal licence under this section does not affect the enforcement by any person of any right or claim against the cruise terminal licensee or former cruise terminal licensee, or by the cruise terminal licensee or former cruise terminal licensee of any right or claim against any person. 25

(10) If the written notice under subsection (4) is served on the cruise terminal licensee and the cruise terminal licence expires before the Controller can —

(a) make a determination whether one or more of the grounds in subsection (1)(a) to (i) mentioned in the written notice under subsection (5)(b) are satisfied; or 30

- (b) (if the Controller has made such a determination) take any regulatory action under subsection (1)(j), (k), (l) or (m) (whether or not mentioned in that written notice under subsection (5)(a)),

5 this section continues to apply and the Controller may, at any time after the expiry —

- (c) continue to make such determination or take such regulatory action under subsection (1)(j), (k) or (l) or both (as the case may be) in relation to the former
10 cruise terminal licensee; or

- (d) not continue with any further action under this section.

(11) For the purpose of subsection (10), a cruise terminal licence expires when any of the following occurs:

- 15 (a) its period of validity ends;
(b) it is revoked under this section;
(c) it is cancelled under section 29H.

(12) To avoid doubt and without affecting section 29B(2), a determination under subsection (10) is a relevant consideration
20 for the purpose of any application that the former cruise terminal licensee may subsequently make under section 29B.

(13) Where regulatory action taken under this section is the issue of a direction under subsection (1)(j), the Board may at any time vary, suspend or revoke the whole or any part of the
25 direction, and section 29L applies in relation to such variation, suspension or revocation as if the direction in question were a direction issued under section 29K.

(14) For the purposes of subsection (13), references in section 29L to a person are references to a cruise terminal
30 licensee or a former cruise terminal licensee, as the case may be.

Cancellation of cruise terminal licence

29H.—(1) A cruise terminal licensee that wishes to cancel its cruise terminal licence must provide the Controller with at least 24 months' prior written notice or such other shorter or longer period as may be prescribed in substitution. 5

(2) The cancellation of the cruise terminal licence under this section does not affect the enforcement by any person of any right or claim against the former cruise terminal licensee, or by the cruise terminal licensee of any right or claim against any person. 10

Division 3 — Control and regulation of cruise terminal licensees and cruise terminals

Conditions of cruise terminal licence

29I.—(1) The Controller may issue or renew a cruise terminal licence subject to any condition that the Controller may specify. 15

(2) Without affecting subsection (1), the conditions of the cruise terminal licence may include any of the following:

(a) any condition requiring the cruise terminal licensee to enter into any agreement or arrangement with any other person (whether or not another cruise terminal licensee) for — 20

(i) the interconnection with, access to and use of any building, berth, installation, facility or infrastructure (whether or not for the purpose of any cruise port services and facilities at the cruise terminal that is the subject of the cruise terminal licence), including for the purpose of connecting the cruise terminal with the public transportation system; 25

(ii) the interconnection with, access to and use of any computer or electronic system for the booking of berths and other cruise port services and facilities; and 30

(iii) any other purpose specified in the licence,
and on the terms agreed to by the licensee and the
other person or, in default of agreement, as
determined by the Controller;

5 (b) any condition restricting the carrying on by the cruise
terminal licensee of any trade or business which is not
related to the activity which the licensee is authorised
by the cruise terminal licence to carry on;

10 (c) any condition requiring the cruise terminal licensee to
obtain the prior approval of the Controller before
entering into any contract with any person which will
permit or enable that person to operate any part of the
cruise terminal or provide any cruise port services and
facilities;

15 (d) any condition requiring the cruise terminal licensee to
comply with the berthing framework, as may be
modified for the cruise terminal licensee in such
condition;

20 (e) any condition requiring the cruise terminal
licensee —

(i) to comply with the standards of performance
and procedures specified by the Controller,
including standards of performance and
procedures for the requirements and processes
for collecting and maintaining data; and

25 (ii) to report its compliance with the standards of
performance and procedures in the form and
manner determined by the Controller;

30 (f) any condition as to the manner by which the cruise
terminal licensee may charge for providing any cruise
port services and facilities;

(g) any condition relating to any matter ancillary to this
Part.

(3) This section does not require a cruise terminal licensee to comply with any condition to the extent it is inconsistent with any requirement under any other written law, including any condition specified in any licence granted under or direction given under the Maritime and Port Authority of Singapore Act 1996.

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Modification of conditions, etc., of cruise terminal licence

29J.—(1) Where the Controller intends to modify (including by removing) any condition of, or to impose any new condition on, a cruise terminal licence of a cruise terminal licensee, the Controller must, unless the Controller considers that it is not practicable or desirable in the particular circumstances of the case, serve on the cruise terminal licensee written notice of the Controller's intention.

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(2) The written notice must —

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(a) state the modification that the Controller intends to make or the new condition the Controller intends to impose, and any compensation payable for any loss or damage suffered or expense reasonably incurred by the cruise terminal licensee as a direct result of the modification or imposition; and

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(b) specify the time (being at least 14 days after the date of service of the written notice on the cruise terminal licensee) within which any written representation may be given to the Controller, or any representation by the cruise terminal licensee heard, with respect to the Controller's intention.

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(3) On considering any representation made by the cruise terminal licensee under subsection (2)(b), the Controller may decide to —

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(a) proceed as intended (including with any modification to the intended modification or compensation payable, or with any new condition or compensation payable, as the Controller thinks fit); or

(b) not proceed as intended,

and must serve on the cruise terminal licensee written notice of the Controller's decision.

(4) If no representation is made to the Controller within the time mentioned in subsection (2)(b) or if any representation made under that provision is withdrawn, the Controller may proceed as intended (including with any modification to the intended modification or compensation payable, or with any new condition or compensation payable, as the Controller thinks fit) and must serve on the cruise terminal licensee written notice of the Controller's decision.

(5) The decision of the Controller mentioned in subsection (3) or (4) (as the case may be) does not take effect until —

(a) the expiry of the period allowed under section 42A for the cruise terminal licensee to appeal to the Minister against the decision; and

(b) if an appeal is made in the period allowed under section 42A for the licensee to appeal —

(i) the determination or rejection of the appeal by the Minister or his or her designate under section 42A; or

(ii) (if the appeal is withdrawn) the withdrawal of the appeal.

Directions of Controller

29K.—(1) The Controller may, by written direction to a cruise terminal licensee, a cruise line, or to any owner, operator, manager, agent or master of any ship (whether or not a cruise ship), require the person so directed to do or not to do the things specified in the direction, or of a description specified in the direction, for any of the following purposes:

(a) to optimise the use of cruise terminals in Singapore;

(b) to ensure or require compliance with the berthing framework;

- (c) to ensure the availability of berth slots or optimise the use of berth slots across all cruise terminals in Singapore (whether or not in relation to cruise ships) including by requiring the acceptance, postponement, cancellation or rejection of any berth booking by a cruise terminal licensee, whether or not in consequence of any double-booking, over-booking or non-compliance with the berthing framework, by that or another cruise terminal licensee, and whether or not in accordance with the berthing framework; 5
- (d) to ensure the availability and reliability of any cruise port services and facilities; 10
- (e) to ensure compliance with standards of performance and procedures for any matter affecting the provision of cruise port services and facilities; 15
- (f) to ensure or require compliance with the pricing framework under section 29O;
- (g) to ensure the coordination and cooperation, on the terms specified by the Controller, with any other person in the use or sharing of — 20
 - (i) any building, berth, installation, facility or infrastructure;
 - (ii) any equipment, machinery plant or system; or
 - (iii) any computer or electronic system,
 or any part of the same, that is owned or used by a cruise terminal licensee for the provision of any cruise port services and facilities; 25
- (h) to prevent any cruise terminal, or the cruise industry in Singapore generally, from being brought into disrepute; 30
- (i) for a cruise terminal licensee intending to cancel or not renew its cruise terminal licence for a cruise terminal, to ensure the proper and expeditious transfer of the management, operation and administration of

the cruise terminal to another cruise terminal licensee, the Board or an agent of the Board (including by the novation of agreements concerning the cruise terminal);

5 (j) for any matter ancillary to this Part.

(2) A direction mentioned in subsection (1)(a), (b), (c), (d), (h) and (j) may require the person to whom the direction is issued to do or to refrain from doing any thing to enable a ship to arrive at or leave a berth at the cruise terminal for the purposes of a berth slot.

(3) A direction mentioned in subsection (1)(i) may also be issued to a former cruise terminal licensee.

(4) Before issuing a direction under this section, the Controller must, unless the Controller considers that it is not practicable or desirable in the particular circumstances of the case, serve on the person to whom the direction is to be issued, written notice of the Controller's intention.

(5) The written notice must —

(a) state the direction the Controller intends to make and its effect; and

(b) specify the time (being at least 14 days after the date of service of the written notice on the person) within which any written representation may be given to the Controller, or any representation by the person heard, with respect to the Controller's intention.

(6) On considering any representation made by the person under subsection (5)(b), the Controller may decide to —

(a) proceed as intended (including with any modification to the direction as the Controller thinks fit); or

(b) not proceed as intended,

and must serve on the person written notice of the Controller's decision.

(7) If no representation is made to the Controller within the time mentioned in subsection (5)(b) or if any representation made under that provision is withdrawn, the Controller may proceed as intended (including with any modification as the Controller thinks fit) and must serve on the person written notice of the Controller's decision.

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(8) The person must comply with the direction served pursuant to a decision under subsection (6) or (7) in or within the time specified in the direction for compliance.

(9) Where the person is a cruise terminal licensee whose cruise terminal licence ceases to be in force after the direction is issued, the person must still comply with the direction.

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(10) The person is not required to comply with the direction to the extent it is inconsistent with any requirement under any other written law or any condition specified in any licence granted under or direction given under the Maritime and Port Authority of Singapore Act 1996.

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(11) Any person who fails to comply with a direction under subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both and, in the case of a continuing offence, to a further fine not exceeding \$500 for every day or part of a day during which the offence continues after conviction.

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(12) This section does not prevent the Controller from issuing directions to more than one person mentioned in subsection (1) for the same purpose, including issuing a direction to a person after another person has failed to comply with an earlier direction issued to that other person under this section.

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Modification of directions, etc.

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29L.—(1) The Controller may at any time vary, suspend or revoke the whole or any part of a direction issued to a person under section 29K.

(2) Before varying, suspending or revoking a direction or part of a direction, the Controller must serve on the person written notice of the Controller's intention, unless the Controller considers that it is not practicable or desirable to do so in the particular circumstances of the case.

(3) The written notice must —

(a) state the direction or part of the direction that the Controller intends to vary, suspend or revoke, and (in the case of a variation) the effect of the variation; and

(b) specify the time (being at least 14 days after the date of service of the written notice on the person) within which any written representation may be given to the Controller, or any representation by the person heard, with respect to the Controller's intention.

(4) On considering any representation made by the person under subsection (3)(b), the Controller may decide to —

(a) proceed as intended (including with any modification to the direction or part of the direction as the Controller thinks fit); or

(b) not proceed as intended,

and must serve on the person written notice of the Controller's decision.

(5) If no representation is made to the Controller within the time mentioned in subsection (3)(b) or if any representation made under that provision is withdrawn, the Controller may proceed as intended (including with any modification as the Controller thinks fit) and must serve on the person written notice of the Controller's decision.

(6) The variation, suspension or revocation takes effect at the time and date specified by the Controller in the written notice of the Controller's decision.

Advisory guidelines

29M.—(1) The Controller may issue advisory guidelines for the purposes of providing practical guidance or certainty in respect of one or more requirements imposed under this Part or any regulations made for the purposes of this Part.

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(2) The advisory guidelines may —

(a) be of general or specific application; or

(b) specify that different provisions of the advisory guidelines apply to different circumstances, or apply to different persons or classes of persons.

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(3) The Controller may amend or revoke the whole or part of any advisory guidelines issued under subsection (1).

(4) Advisory guidelines issued or amended under this section do not have any legislative effect.

(5) Where a person fails to comply with any provision of any advisory guidelines issued under this section applicable to the person —

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(a) the failure does not of itself render the person liable to criminal proceedings; but

(b) the failure may, whether in civil or criminal proceedings, be relied on by any party to the proceedings as tending to establish or to negate any liability that is in question in the proceedings.

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Security deposit against contraventions by cruise terminal licensee

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29N.—(1) The Controller may, by written direction to a cruise terminal licensee, require the licensee to provide or further provide a performance bond, guarantee or other form of security on the terms and conditions determined by the Controller, of such amount and within such time as the Controller thinks appropriate.

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(2) The Controller may use the security to meet the whole or any part of any financial penalty imposed on the cruise terminal licensee that is unpaid.

(3) The use of the security mentioned in subsection (2) does not affect the taking of proceedings against any person for any contravention under this Part or any regulations made for the purposes of this Part.

Charges for provision of cruise port services and facilities

290.—(1) A cruise terminal licensee must ensure that any charges imposed by the cruise terminal licensee for the provision of any cruise port services and facilities at the cruise terminal to which its cruise terminal licence relates (whether provided by the cruise terminal licensee or any other person, and whether in connection with a cruise ship or any other type of ship), complies with the prevailing pricing framework set by the Controller.

(2) Regulations made under section 45 may provide for the methodology or terms in accordance with which the Controller must set any pricing framework for the purposes of subsection (1), including one or more of the following:

- (a) a maximum price or the maximum rate of increase or the minimum rate of decrease in maximum price;
- (b) an average price or the average rate of increase or decrease in the average price;
- (c) by reference to a general price index, the cost of production, revenue, a rate of return on assets, a rate of return on financial capital, a margin of turnover or profit, or any other factor;
- (d) by reference to quantity, location or the period of the provision of the cruise port services and facilities;
- (e) by reference to other financial indicators (including the rate of return of turnover or profit margin).

(3) Regulations made under section 45 may further require that any charges (including any change in charges) be approved by the Controller.

(4) Despite section 29G(1)(k), where a cruise terminal licensee fails to comply with subsection (1), the financial penalty that the Controller may impose on the cruise terminal licensee under section 29G(1) is an amount not exceeding the highest of the following:

- (a) 120% (or such other higher or lower percentage as the Minister may by order in the *Gazette* prescribe in substitution) of the total charges in excess for each year or part of a year during which those charges are in excess;
- (b) 1% of the annual turnover of that part of the cruise terminal licensee's business to which its cruise terminal licence relates, as ascertained from the licensee's latest audited accounts;
- (c) \$100,000.

Power to require imposition of charges, late payment interest, etc.

29P.—(1) The Controller may require a cruise terminal licensee to impose on and collect from any person (including by a specified method of collection), or not to impose on or collect from any person, any charges or security deposits associated with the provision of any cruise port services and facilities at the cruise terminal to which its cruise terminal licence relates (including for the booking or cancellation of booking of any berth slot at the cruise terminal).

(2) The Controller may require a cruise terminal licensee to impose on any person liable to pay any charge or provide any security deposit under subsection (1), interest for the late payment of the charge or the late provision of the security deposit, and to collect the interest (including by a method of collection specified by the Controller).

(3) The Controller may specify the rate of interest for the purposes of subsection (2) or may permit the cruise terminal licensee to determine the rate.

(4) A cruise terminal licensee —

5 (a) must take all reasonable steps available to collect any charge, security deposit or late interest required to be collected under this section in accordance with the method specified by the Controller; and

10 (b) must not waive the payment or provision of the charge, security deposit or late interest (as the case may be) without the prior written consent of the Controller.

Accounts, statements and records

29Q.—(1) A cruise terminal licensee must —

15 (a) in respect of each period specified by the Controller (each called in this section a designated period), prepare in the form and manner required by the Controller, accounts and statements relating to the provision in each designated period of cruise port services and facilities at the cruise terminal to which the cruise terminal licence of the cruise terminal licensee relates (whether or not the cruise port services and facilities are provided by the cruise terminal licensee);

20 (b) keep the accounts and statements for each designated period for at least 5 years after the end of the designated period;

25 (c) within such time after a designated period as the Controller specifies, provide the Controller with the accounts for the designated period duly audited by an auditor approved by the Controller; and

30 (d) keep, in the manner required by the Controller, records that are relevant to the preparation of the accounts and statements for each designated period

for at least 5 years after the end of the designated period.

(2) A cruise terminal licensee must —

(a) prepare, in the form and manner required by the Controller, records of the following:

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(i) in respect of each designated period, records required by the Controller for determining the compliance by the cruise terminal licensee with the provisions of this Part, any regulations made for the purposes of this Part, any condition of the cruise terminal licence of the cruise terminal licensee, or any direction or standard of performance and procedures applicable to the cruise terminal licensee;

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(ii) records of berth bookings, ship calls and passenger throughput at the cruise terminal to which the cruise terminal licence relates;

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(b) keep the records for a designated period for at least 5 years after the end of the designated period; and

(c) provide the records to the Controller within the period and in the manner required by the Controller.

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(3) The accounts and statements mentioned in subsection (1), and the records mentioned in subsection (2), must be prepared so as to correctly record and explain the matters or things to which they relate.

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(4) Subject to subsection (5), a cruise terminal licensee who, without reasonable excuse, contravenes subsection (1), (2) or (3) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000.

(5) Any person who —

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(a) intentionally alters, suppresses or destroys any account, statement or record which is required under this section;

(b) in giving any account, statement or record required under this section, makes any statement which the person knows to be false or misleading (including as a result of any omission) in any material particular; or

5 (c) refuses to give any account, statement or record as required under this section,

shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both.

10 *Division 4 — Restrictions on ownership of
cruise terminal licensees, etc.*

Subdivision (1) — Unacceptable situations

Control of equity interest or voting control in cruise terminal licensee

15 **29R.**—(1) A person must not, whether through a series of transactions over a period of time or otherwise —

(a) become a 5% controller of a cruise terminal licensee without giving written notice to the Controller of that fact; or

20 (b) become a 25% controller, a 50% controller or an indirect controller of a cruise terminal licensee without obtaining the prior written approval of the Controller.

25 (2) The written notice under subsection (1)(a) must be given within 7 days after the person becomes a 5% controller of the cruise terminal licensee.

(3) The Controller may approve an application under subsection (1)(b) if the Controller is satisfied that —

30 (a) the person who is to be a 25% controller, a 50% controller or an indirect controller of the cruise terminal licensee (as the case may be) is a fit and proper person;

(b) having regard to the person's likely influence, the cruise terminal licensee will continue to conduct its business prudently and comply with the provisions of this Act; and

(c) it is in the public interest to do so.

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(4) Any approval by the Controller under this section may be granted subject to any conditions that the Controller considers appropriate.

(5) Any condition subject to which the Controller's approval under this section is granted has effect despite the provisions of any other written law or anything contained in the memorandum or articles of association, trust deed or other constitution of the cruise terminal licensee.

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(6) A cruise terminal licensee must give written notice to the Controller if any person acquires equity interest in the cruise terminal licensee, whether through a series of transactions over a period of time or otherwise, that would result in the person becoming a 5% controller, a 25% controller, a 50% controller or an indirect controller of the cruise terminal licensee.

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(7) The written notice under subsection (6) must be given within 7 days after the person becomes a 5% controller, a 25% controller, a 50% controller or an indirect controller of the cruise terminal licensee.

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(8) Any person who contravenes subsection (1) or (6) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$100,000 or to imprisonment for a term not exceeding 3 years or to both.

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(9) Where a person is charged with an offence in respect of a contravention of subsection (1) or (6), it is a defence for the person to prove that —

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(a) the person was not aware of the contravention when it occurred;

(b) the person has within 14 days after becoming aware of the contravention, notified the Controller of the contravention; and

(c) where the Controller issued any direction under section 29T to the person in relation to the contravention —

(i) the person complied with the direction within the period specified by the Controller under that section; or

(ii) the period specified by the Controller under that section for the compliance of the direction has not expired.

(10) Where a person is charged with an offence in respect of a contravention of subsection (1)(a) or (b), it is also a defence for the person to prove that, even though the person was aware of the contravention —

(a) the contravention occurred as a result of an increase in the holding of equity interest, or in the voting power controlled, by any of the person's associates;

(b) the person has no agreement or arrangement, whether oral or in writing and whether express or implied, with that associate with respect to the acquisition, holding or disposal of equity interests or other interests in, or under which they act together in exercising their voting power in relation to, the cruise terminal licensee;

(c) the person has within 14 days after the date of the contravention, notified the Controller of the contravention; and

(d) where the Controller issued any direction under section 29T to the person in relation to the contravention —

- (i) within the period specified by the Controller under that section, complied with the direction; or
- (ii) the period specified by the Controller under that section for the compliance of the direction has not expired.

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(11) Except as provided in subsections (9) and (10), it is not a defence for a person charged with an offence in respect of a contravention of subsection (1) or (6) to prove that the person did not intend to or did not knowingly contravene subsection (1) or (6).

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Acquisition of cruise terminal licensee as going concern

29S.—(1) A person must not, whether or not the person has obtained any approval of the Controller under section 29R(1)(b) or is exempted from section 29R(1), acquire as a going concern the business of a cruise terminal licensee conducted pursuant to its licence for a cruise terminal, unless the person and the cruise terminal licensee have obtained the prior written approval of the Controller.

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(2) The Controller may approve an application under subsection (1) if the Controller is satisfied that —

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- (a) the person acquiring the business is a fit and proper person;
- (b) the acquisition will not affect the proper operation of the cruise terminal concerned; and
- (c) it is in the public interest to do so.

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(3) Any approval by the Controller under this section may be granted subject to any condition as the Controller considers appropriate.

(4) Any condition imposed by the Controller under this section has effect despite the provisions of any other written law or anything contained in the memorandum or articles of association, trust deed or other constitution of the cruise terminal licensee.

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(5) An application for the Controller's approval under subsection (1) must —

(a) be made jointly by the person and the cruise terminal licensee; and

(b) be made in such form and manner as the Controller may specify.

(6) Any person who contravenes subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$100,000 or to imprisonment for a term not exceeding 3 years or to both.

Remedial directions

29T.—(1) The Controller may issue any direction to a person under subsection (2) or (3) if the Controller is satisfied that —

(a) the person has contravened section 29R(1)(b) or 29S(1);

(b) in the case of a person who has obtained the Controller's approval under section 29R(1)(b) or who has been exempted from section 29R(1)(b) —

(i) the person is not or ceases to be a fit and proper person;

(ii) having regard to the person's likely influence, the cruise terminal licensee is not, or is no longer, likely to conduct the business of the cruise terminal licensee prudently or to comply with the provisions of this Act; or

(iii) it is not, or it is no longer, in the public interest to allow the person to continue to be a 25% controller, a 50% controller or an indirect controller of the cruise terminal licensee, as the case may be;

(c) in the case of a person who has obtained the Controller's approval under section 29S(1) or who has been exempted from section 29S(1), and who has

acquired as a going concern a business mentioned in section 29S(1) —

- (i) the person is not or ceases to be a fit and proper person;
- (ii) the person is not or is no longer able to properly operate the cruise terminal; or 5
- (iii) it is not, or it is no longer, in the public interest to allow the person to continue to own or manage that business;
- (d) any condition of approval imposed on the person under section 29R or 29S has not been complied with; 10
- (e) the person has provided any false or misleading (including as a result of an omission) information or documents in connection with the person's application for approval under section 29R or 29S; or 15
- (f) the Controller would not have granted its approval under section 29R or 29S had the Controller been aware, at that time, of circumstances relevant to the person's application for such approval.

(2) Where the person is a 25% controller, a 50% controller or an indirect controller of a cruise terminal licensee, the Controller may — 20

- (a) direct the person to take such steps as are necessary, within such period as the Controller may specify, to ensure that the person ceases to be a 25% controller, a 50% controller or an indirect controller of the cruise terminal licensee; 25
- (b) direct the transfer or disposal of all or any of the equity interest held by the person or any of the person's associates (called in this section and section 29U the specified equity interest) within such period and subject to such conditions as the Controller may specify; 30

- (c) restrict the transfer or disposal of the specified equity interest; or
- (d) make any other direction the Controller considers appropriate.

5 (3) Where the person has acquired as a going concern a business mentioned in section 29S(1), the Controller may —

- (a) direct the person to transfer or dispose of all or any part of the business within such period and subject to such conditions as the Controller may specify;
- 10 (b) restrict the transfer or disposal of all or any part of the business; or
- (c) make any other direction the Controller considers appropriate.

15 (4) Before issuing any direction to a person under subsection (2) or (3), the Controller must, unless the Controller decides that it is not practicable or desirable to do so, give to the person written notice of the Controller's intention to issue the direction and specify a date by which the person may make written representations with regard to the proposed direction.

20 (5) On receipt of any written representation mentioned in subsection (4), the Controller must consider it for the purpose of determining whether to issue the proposed direction.

25 (6) A person to whom a direction is issued under this section must comply with the direction.

30 (7) Any person who contravenes subsection (6) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$100,000 or to imprisonment for a term not exceeding 3 years or to both and, in the case of a continuing offence, to a further fine not exceeding \$1,000 for every day or part of a day during which the offence continues after conviction.

 (8) The Controller may, at any time, rescind, vary or discharge any direction given by the Controller under this section or suspend the operation of any such direction.

Effect of remedial directions

29U.—(1) Any direction issued to a person under section 29T takes effect despite the provisions of any other written law or anything contained in the memorandum or articles of association, trust deed or other constitution of the cruise terminal licensee. 5

(2) Where any direction is issued under section 29T(2)(a) or (b), despite the provisions of any other written law or anything contained in the memorandum or articles of association, trust deed or other constitution, of the cruise terminal licensee — 10

(a) no voting right is exercisable in respect of the specified equity interest unless the Controller expressly permits the exercise of those rights;

(b) the voting power that the person to whom the direction is issued controls, whether alone or together with that person's associates, in the cruise terminal licensee is not exercisable unless the Board expressly permits that power to be exercised; 15

(c) no equity interest of the cruise terminal licensee is to be issued or offered (whether by way of rights, bonus or otherwise) in respect of the specified equity interest unless the Controller expressly permits the issue or offer; and 20

(d) except in a winding up of the cruise terminal licensee, no payment may be made by the cruise terminal licensee of any amount (whether by way of dividends or otherwise) in respect of the specified equity interest unless the Controller expressly authorises the payment, 25

until the transfer or disposal is effected in accordance with the direction or until the direction is revoked, as the case may be. 30

Head office to be in Singapore

29V.—(1) A cruise terminal licensee must ensure that its central management and control is ordinarily exercised at a place within Singapore.

(2) A contravention of subsection (1) does not affect the validity of any transaction.

Subdivision (2) — Definitions

Interpretation of this Division

29W.—(1) In this Division, unless the context otherwise requires —

“5% controller”, in relation to a cruise terminal licensee, means a person who, alone or together with the person’s associates —

(a) holds 5% or more of the total equity interests in;
or

(b) is in a position to control 5% or more of the voting power in,

the cruise terminal licensee;

“25% controller”, in relation to a cruise terminal licensee, means a person who, alone or together with the person’s associates —

(a) holds 25% or more of the total equity interests in; or

(b) is in a position to control 25% or more of the voting power in,

the cruise terminal licensee;

“50% controller”, in relation to a cruise terminal licensee, means a person who, alone or together with the person’s associates —

(a) holds 50% or more of the total equity interests in; or

- (b) is in a position to control 50% or more of the voting power in,
the cruise terminal licensee;
- “acquisition” includes an agreement to acquire, but does not include — 5
- (a) an acquisition by will or by devolution by operation of law; or
- (b) an acquisition by way of enforcement of a loan security;
- “arrangement” includes any formal or informal scheme, arrangement or understanding, and any trust whether express or implied; 10
- “control” includes control as a result of, or by means of, trust, agreement, arrangement, understanding or practice, whether or not having legal or equitable force and whether or not based on legal or equitable rights; 15
- “director” has the meaning given by section 4(1) of the Companies Act 1967;
- “equity interest” means — 20
- (a) in relation to a cruise terminal licensee that is a corporation —
- (i) a voting share in that corporation;
- (ii) an interest in a voting share in that corporation; or 25
- (iii) any other legal or equitable interest in a voting share in that corporation except for such interest as is to be disregarded under section 7 of the Companies Act 1967;
- (b) in relation to a cruise terminal licensee that is a trustee-manager of a business trust — a unit in that business trust; 30

(c) in relation to a cruise terminal licensee that is a trustee of a trust other than a business trust — any right or interest, whether legal or equitable, in that trust (by whatever name called) which gives the holder of that right or interest voting power in that trust; and

(d) in relation to any other cruise terminal licensee — any right or interest, whether legal or equitable, in that person which gives the holder of that right or interest voting power in that person,

and includes such other interests, or such other interests in such other circumstances, as may be prescribed;

“increase” includes an increase from a starting point of nil;

“indirect controller”, in relation to a cruise terminal licensee, means any person, whether acting alone or together with any other person, and whether with or without holding equity interests or controlling the voting power in the licensee —

(a) in accordance with whose directions, instructions or wishes the directors or other officers of the cruise terminal licensee are accustomed or under an obligation, whether formal or informal, to act; or

(b) who is in a position to determine the policy of the cruise terminal licensee,

but does not include any person in accordance with whose directions, instructions or wishes the directors or other officers of the cruise terminal licensee are accustomed to act by reason only that they act on advice given by the person in the person’s professional capacity;

“officer” —

(a) in relation to a corporation, includes —

- (i) a director, a secretary or an employee of the corporation;
- (ii) a receiver and manager of any part of the undertaking of the corporation appointed under a power contained in any instrument; or
- (iii) a liquidator of the corporation appointed in a voluntary winding up;

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(b) in relation to a partnership, includes a partner of the partnership; and

(c) in relation to a limited partnership or limited liability partnership, includes a partner or manager of the limited liability partnership,

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and includes (whether in relation to an entity mentioned in paragraph (a), (b) or (c) or any other entity) such other person as may be prescribed;

“relative”, in relation to a person, means —

- (a) the person’s spouse;
- (b) a parent or remoter lineal ancestor of the person;
- (c) a son, daughter or remoter issue of the person; or
- (d) a brother or sister of the person;

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“share”, in relation to a corporation, means a share in the share capital of the corporation, and includes —

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- (a) stock into which all or any of the share capital of the corporation has been converted; and
- (b) an interest in such a share or in such stock;

“treasury share” has the meaning given by section 4(1) of the Companies Act 1967;

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“voting share” has the meaning given by section 4(1) of the Companies Act 1967 but does not include a treasury share.

(2) In this Division, a person is entitled to acquire anything if the person is absolutely or contingently entitled to acquire it, whether because of any constituent document of a corporation, the exercise of any right or option or for any other reason.

Meaning of “associate”

29X.—(1) Subject to subsection (3), the following persons are associates of a person:

- (a) a relative of the person;
- (b) a partner of the person;
- (c) a corporation of which the person is an officer;
- (d) if the person is a corporation, an officer of the corporation;
- (e) an employee or employer of the person;
- (f) an officer of a corporation of which the person is an officer;
- (g) an employee of an individual of whom the person is an employee;
- (h) the trustee of a discretionary trust where the person or another person who is an associate of the person by virtue of another paragraph in this subsection benefits, or is capable (whether by exercise of a power of appointment or otherwise) of benefitting, under the trust, either directly or through interposed companies, partnerships or trusts;
- (i) a corporation whose directors are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the person;

- (j) a corporation where the person is accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the corporation.

(2) If a person (called the first person) enters, or proposes to enter, into an arrangement with another person (called the second person) that relates to any of the following matters:

- (a) the first person and the second person being in a position, by acting together, to control any of the voting power in a cruise terminal licensee;
- (b) the power of the first person and the second person, by acting together, to appoint or remove a director of a cruise terminal licensee;
- (c) the situation where one or more of the directors of a cruise terminal licensee are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the first person and the second person acting together,

then, the second person is taken to be an associate of the first person for the purposes of the application of any provision in this Division in relation to the matter concerned.

(3) Regulations made under section 45 may provide —

- (a) for persons to be associates in any other circumstances; and
- (b) that any person or class of persons is not an associate of another person for the purposes of any provision of this Part.

Meaning of “voting power”

29Y.—(1) For the purposes of this Division, a reference to the voting power in a cruise terminal licensee is a reference to the total rights of the holders of equity interests in the cruise terminal licensee to vote, or participate in any decision-making, concerning any of the following:

- (a) the making of distributions of capital or profits of the cruise terminal licensee to holders of its equity interests;
- (b) the memorandum or articles of association of the cruise terminal licensee, or any rules or other documents constituting the cruise terminal licensee or governing its activities;
- (c) any variation of the share capital of the cruise terminal licensee.

(2) Where a cruise terminal licensee is a corporation limited both by shares and by guarantee or does not have a share capital, subsection (1) has effect as if the members or policy holders of the corporation were shareholders in the corporation.

(3) A reference in this Division to control of a percentage of the voting power in a cruise terminal licensee is a reference to control that is direct or indirect, including control that is exercisable as a result of or by means of arrangements or practices, whether or not having legal or equitable force and whether or not based on legal or equitable rights, of that percentage of the total number of votes that may be cast in a general meeting of the cruise terminal licensee.

(4) If the percentage of total rights to vote or participate in decision-making differs as between different types of voting or decision-making, the highest of those percentages applies for the purposes of this Division.

What it means to hold equity interest

29Z.—(1) A person holds an equity interest under this Division if the person —

- (a) has or is deemed to have an equity interest in accordance with subsections (2) to (8); or
- (b) has any legal or equitable interest in the equity interest.

(2) Subject to subsection (3), a person has an equity interest if the person has authority (whether formal or informal, or express

or implied) to dispose of, or to exercise control over the disposal of, that equity interest.

(3) It is immaterial that the authority of a person to dispose of, or to exercise control over the disposal of, the equity interest mentioned in subsection (2) is, or is capable of being made, subject to restraint or restriction.

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(4) It is immaterial, for the purposes of determining whether a person has an equity interest, that the interest cannot be related to a particular share, an interest, a right or a unit that gives its holder voting power.

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(5) A person is deemed to have an equity interest if —

(a) any property held in trust consists of or includes the equity interest; and

(b) the person knows, or has reasonable grounds for believing, that the person has an interest under that trust.

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(6) A person is also deemed to have an equity interest if —

(a) the person has entered into a contract to purchase the equity interest;

(b) the person has a right (otherwise than because of having an interest under a trust) to have the equity interest transferred to the person or to the person's order (whether the right is exercisable presently or in the future and whether or not on the fulfilment of a condition);

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(c) the person has a right to acquire the equity interest, or an interest in the equity interest, under an option (whether the right is exercisable presently or in the future and whether or not on the fulfilment of a condition); or

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(d) the person is entitled (otherwise than because of having been appointed as a proxy or representative to vote at a meeting of members of the corporation or of a class of its members) to exercise or control the

exercise of a right attached to the equity interest, not being an equity interest in which that person has a legal or equitable interest.

(7) A person is not to be deemed as not having an equity interest by reason only that the person has the equity interest jointly with another person.

(8) An equity interest is not to be disregarded only because of —

(a) its remoteness;

(b) the manner in which it arose; or

(c) the fact that the exercise of a right conferred by the equity interest is, or is capable of being made, subject to restraint or restriction.

Certain equity interests to be disregarded

29ZA. Regulations made under section 45 may provide that any equity interest is to be disregarded for the purposes of any provision in this Division.

Division 5 — Special administration orders

Meaning and effect of special administration order

29ZB.—(1) A special administration order is an order of the Minister made in accordance with section 29ZC in relation to a cruise terminal licensee that is an entity, a trustee-manager of a business trust or a trustee of a trust and directing that, during the period for which the order is in force, the affairs, business and property of the cruise terminal licensee, and of the business trust or the trust (as the case may be), are to be managed by the Board —

(a) for the achievement of all or any of the purposes of such an order; and

(b) in a manner which protects the respective interests of the shareholders, unitholders or beneficiaries (as the

case may be), and the creditors and customers of the cruise terminal licensee.

(2) The purposes of a special administration order made in relation to any cruise terminal licensee are —

- (a) the availability and reliability of the provision of cruise port services and facilities to the public; 5
- (b) the survival of the cruise terminal licensee, and of the business trust or the trust (as the case may be), or the whole or part of its undertaking as a going concern;
- (c) the transfer, as a going concern — 10
 - (i) to another entity or the Board; or
 - (ii) (as respects different parts of the area to which the cruise terminal licence relates, or different parts of its undertaking) to 2 or more entities, or to one or more entities and the Board, 15

of so much of the cruise terminal licensee's undertaking as is necessary to transfer in order to ensure that the functions which have been vested in the cruise terminal licensee by virtue of its cruise terminal licence may be properly carried out; and 20
- (d) the carrying out of those functions pending the making of the transfer and the vesting of those functions in the other entity or entities or the Board (whether by virtue of the transfer or of an authorisation or a variation which replaces the former cruise terminal licensee as a cruise terminal licensee). 25

(3) The Minister may make regulations for giving effect to this Division, including —

- (a) regulations governing the transfer of a business or an undertaking mentioned in subsection (2)(c); and 30
- (b) where a special administration order is made in respect of a cruise terminal licensee that is a corporation, regulations applying, omitting or

modifying provisions of Parts 7 and 9 of the
Insolvency, Restructuring and Dissolution Act 2018.

(4) In this section, “entity” means a sole proprietorship,
partnership, corporation or other body of persons, whether
corporate or unincorporate.

Special administration order made on application by Board

29ZC.—(1) If, on an application made to the Minister by the
Board, the Minister is satisfied in relation to a cruise terminal
licensee that any one or more of the grounds specified in
subsection (2) are satisfied in relation to the cruise terminal
licensee, the Minister may make any one or more of the
following orders:

(a) a special administration order in relation to the cruise
terminal licensee;

(b) an order requiring the cruise terminal licensee to
immediately take any action or to do or not to do any
act or thing in relation to its business as the Minister
may consider necessary;

(c) an order appointing a person to advise the cruise
terminal licensee on the proper conduct of its
business.

(2) The grounds mentioned in subsection (1) are that —

(a) the cruise terminal licensee is or is likely to be unable
to pay its debts;

(b) the Minister considers it in the interest of the
availability and reliability of the provision of cruise
port services and facilities to the public; or

(c) the Minister otherwise considers it in the public
interest.

(3) Notice of any application under subsection (1) must be
given immediately by the Board to such persons and in such
manner as may be prescribed.

(4) Any decision of the Minister under subsection (1) is final.

(5) For the purposes of this section —

- (a) a cruise terminal licensee that is a company is unable to pay its debts if it is deemed to be unable to pay its debts under section 125(2) of the Insolvency, Restructuring and Dissolution Act 2018; 5
- (b) a cruise terminal licensee that is an unregistered company is unable to pay its debts if it is deemed to be unable to pay its debts under section 246(2) of the Insolvency, Restructuring and Dissolution Act 2018; 10
and
- (c) a cruise terminal licensee that is a limited liability partnership is unable to pay its debts if it is deemed to be unable to pay its debts under paragraph 3(2) of the Fifth Schedule to the Limited Liability Partnerships Act 2005. 15

(6) Where the Minister issues an order to a person under subsection (1) and the person fails to comply with that order, the person shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$10,000 or to imprisonment for a term not exceeding 3 years or to both and, in the case of a continuing offence, to a further fine not exceeding \$1,000 for every day or part of a day during which the offence continues after conviction. 20

Transfer of property, etc., under special administration order 25

29ZD.—(1) Without affecting sections 29ZB and 29ZC, a special administration order may provide for the following matters:

- (a) the transfer to one or more transferees of — 30
 - (i) where the cruise terminal licensee is not a trustee-manager of a business trust or a trustee of a trust — the property, rights and liabilities of the cruise terminal licensee;

(ii) where the cruise terminal licensee is a trustee-manager of a business trust — the trust property of the registered business trust, and the rights held and the liabilities incurred by the trustee-manager in the capacity of trustee-manager of the business trust; or

(iii) where the cruise terminal licensee is a trustee of a trust — the trust property of the trust, and the rights held and the liabilities incurred by the trustee in the capacity of trustee of the designated trust,

as the case may be;

(b) matters that are consequential or related to any such transfer.

(2) If the Minister makes a special administration order providing for any matter referred to in subsection (1), the Minister must, within 6 months after the making of the order, by notification in the *Gazette*, establish a scheme for determining the amount of any compensation payable to the cruise terminal licensee for the transfer of its property, rights and liabilities.

(3) A scheme established under subsection (2) may provide for —

(a) the manner in which any compensation or consideration is to be assessed, including methods of calculation, valuation dates and matters to be taken into account or disregarded when making valuations;

(b) the assessment to be made by an independent valuer appointed by the Minister; and

(c) the remuneration and expenses of the independent valuer.

Remuneration and expenses of Board and others

29ZE.—(1) Where a special administration order has been made under section 29ZC(1)(a) in relation to a cruise terminal licensee, the Board may, at any time, whether or not the order is still in force, fix the remuneration and expenses to be paid by the cruise terminal licensee to the Board for the management by the Board of the affairs, business and property of the cruise terminal licensee, or of the business trust or the trust (as the case may be) pursuant to the special administration order.

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(2) The Board may at any time (whether or not the appointment of the person has terminated) fix the remuneration and expenses to be paid by a cruise terminal licensee to any person appointed by the Minister under section 29ZC(1)(c) to advise the cruise terminal licensee in the proper conduct of its business.

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Division 6 — Restrictions on winding up, etc.

Restrictions on winding up, etc.

29ZF.—(1) Despite any other written law —

(a) a cruise terminal licensee that is a corporation, a limited liability partnership, a trustee-manager of a business trust or a trustee of a trust must not be wound up, dissolved or terminated voluntarily without the consent of the Board;

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(b) a cruise terminal licensee that is a partnership cannot be dissolved —

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(i) by a partner giving notice to the other partner or other partners (as the case may be) of the partner's intention to dissolve the partnership; or

(ii) by the partners agreeing to dissolve the partnership,

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without the consent of the Board;

(c) a person must not make any application under section 210 of the Companies Act 1967 or section 71 of the Insolvency, Restructuring and Dissolution Act 2018 in relation to a cruise terminal licensee that is a company, unless that person has served on the Board 14 days' written notice of that person's intention to make that application;

(d) no judicial management order under Part 7 of the Insolvency, Restructuring and Dissolution Act 2018 may be made in relation to a cruise terminal licensee that is a company without the consent of the Board;

(e) no interim judicial manager or judicial manager may be appointed under section 94 of the Insolvency, Restructuring and Dissolution Act 2018 in respect of a cruise terminal licensee that is a company without the consent of the Board;

(f) a person must not take any step to enforce any security over the property of the cruise terminal licensee, business trust or trust (as the case may be) unless that person has served on the Board 14 days' written notice of that person's intention to take that step; and

(g) a person must not take any step to enforce any judgment or order of court obtained against a cruise terminal licensee, unless that person has served on the Board 14 days' written notice of that person's intention.

(2) The Board must be a party to —

(a) any proceedings relating to the making of an order under section 210 of the Companies Act 1967 or section 71 of the Insolvency, Restructuring and Dissolution Act 2018 in relation to a cruise terminal licensee that is a company;

- (b) any proceedings relating to the making of a judicial management order under the Insolvency, Restructuring and Dissolution Act 2018 in relation to a cruise terminal licensee that is a company;
 - (c) any proceedings under the Insolvency, Restructuring and Dissolution Act 2018 relating to the winding up of the affairs of a cruise terminal licensee that is a company or an unregistered company; 5
 - (d) any proceedings under the Limited Liability Partnerships Act 2005 relating to the winding up of the affairs of a cruise terminal licensee that is a limited liability partnership; and 10
 - (e) any proceedings before any court for the winding up, dissolution or termination (as the case may be) of any cruise terminal licensee not mentioned in paragraph (c) or (d), or of any business trust or trust for which the cruise terminal licensee is the trustee-manager or trustee. 15
- (3) A court must, when deciding any proceedings mentioned in subsection (2), take into consideration any representations made by the Board in those proceedings. 20

Division 7 — Miscellaneous

Power to publish information

29ZG. The Controller may, where the Controller thinks it necessary or expedient in the interest of the public or pursuant to any function of the Controller, and in such form and manner as the Controller thinks fit, publish or require a cruise terminal licensee to publish information, including in relation to — 25

- (a) the charges, or the parameters and policies affecting the charges, applicable to the utilisation of cruise port services and facilities; 30
- (b) the policies, instructions or frameworks relating to the allocation of berth slots;

(c) the behaviour of, performance of or compliance by a cruise terminal licensee in respect of any licence conditions, standards of performance and procedures, and policies or requirements, applicable to the licensee and any regulatory action taken by the Controller against the licensee under this Part or regulations made for the purposes of this Part; and

(d) cruise ship calls to Singapore and local and foreign cruise passenger throughput (including disembarkation, embarkation, and transit passengers).”.

Amendment of heading to Part 3B

16. Part 3B of the principal Act is amended by deleting the words “INSPECTING OFFICERS” in the Part heading and substituting the words “ENFORCEMENT, ETC.”.

Amendment of section 31

17. Section 31 of the principal Act is amended by deleting the section heading and substituting the following section heading:

“Power to enter, inspect and search, etc.: Part 3A”.

New sections 32A and 32B

18. The principal Act is amended by inserting, immediately after section 32, the following sections:

**“Powers to enter and inspect, and conduct surveys, etc.:
Part 3AA**

32A.—(1) The Controller or an inspecting officer may, for the purpose of administering, enforcing or monitoring compliance with Part 3AA or regulations made for the purposes of that Part, enter any cruise terminal at any reasonable time to do one or more of the following:

(a) inspect the cruise terminal, and examine any thing or any activity conducted in or at the cruise terminal;

(b) without affecting section 32B, 33 or 35A —

(i) examine and require the production of any books, documents, electronic records, or other records of any person relating to the business of providing any cruise port services and facilities at the cruise terminal; and 5

(ii) make copies or records of, or take possession of, any information contained in any book, document, electronic record or other record mentioned in sub-paragraph (i); 10

(c) take photographs or audio or video recordings of the cruise terminal and any thing or any activity conducted in or at the cruise terminal.

(2) The Controller or an inspecting officer may, under a warrant of a Magistrate's Court or District Court, seize any thing found in or at any cruise terminal which the Controller or inspecting officer reasonably suspects is evidential material relevant to an offence under Part 3AA or regulations made for the purposes of that Part. 15

(3) The Controller may authorise any person to enter a cruise terminal at any reasonable time to do one or more of the following, for one or more purposes in subsection (4): 20

(a) take photographs or audio or video recordings of the cruise terminal;

(b) conduct surveys for the Controller. 25

(4) The following are the purposes for subsection (3):

(a) to ascertain the level of operational efficiency at the cruise terminal;

(b) to ascertain the satisfaction level of any person at the cruise terminal with the services and facilities provided there; 30

(c) to obtain information from cruise ship passengers and crew in connection with Singapore as their travel or tourist destination.

Power to obtain information: Parts 3A and 3AA

32B.—(1) Without affecting section 32A, 33 or 35A, the Board, the Controller or an inspecting officer may, by written notice require a licensee in Part 3A or a cruise terminal licensee in Part 3AA (each called in this section the specified licensee) to provide, within a reasonable period specified in the notice, and in the form and manner that may be specified in the notice, all information and documents which —

(a) relate to any matter which the Board, the Controller or the inspecting officer considers necessary for the purpose of administering, enforcing or monitoring compliance with Part 3A or 3AA or regulations made for the purposes of Part 3A or 3AA, as the case may be; and

(b) are —

(i) within the knowledge of the specified licensee; or

(ii) in the custody or under the control of the specified licensee.

(2) The power to require a specified licensee to provide any information or document under subsection (1) includes the power —

(a) to require the specified licensee to provide an explanation of the information or document;

(b) if the information or document is not provided, to require the specified licensee to state, to the best of the knowledge and belief of the specified licensee, where it is; and

(c) if the information is recorded otherwise than in legible form, to require the information to be made available to the Board, the Controller or an inspecting officer in legible form.

(3) The Board is entitled without payment to keep any information or document, or any copy or extract thereof,

provided to the Board, the Controller or an inspecting officer under subsection (1).”.

Amendment of section 34

19. Section 34 of the principal Act is amended by inserting, immediately after subsection (7), the following subsection:

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“(8) This section applies only to offences under Part 3A.”.

Amendment of section 35

20. Section 35 of the principal Act is amended —

(a) by inserting, immediately after the word “employees” in paragraph (a), the words “(including the Controller and any authorised officer mentioned in section 35A)”;

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(b) by deleting the word “or” at the end of paragraph (a);

(c) by deleting the comma at the end of paragraph (b) and substituting the word “; or”, and by inserting immediately thereafter the following paragraph:

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“(c) an authorised person mentioned in section 32A(3),”; and

(d) by inserting, immediately after “\$5,000”, the words “or to imprisonment for a term not exceeding 6 months or to both”.

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New sections 35A and 35B

21. The principal Act is amended by inserting, immediately after section 35, the following sections:

“Power to obtain information

35A.—(1) The Board or any officer authorised for purposes of this section (called in this section an authorised officer) may by written notice require any person (whether within or outside Singapore) to provide within a reasonable period specified in the notice, all information and documents (including information and documents comprising or containing personal data of any individual in or intending to visit Singapore) that are within the

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knowledge of that person or in that person's custody or under that person's control, relating to any matter reasonably required by the Board to carry out the functions or duties assigned to the Board by or under this Act.

5 (2) The power to require a person to provide any information or document under subsection (1) includes the power —

(a) to require that person, or any person who is or was an officer or employee of the person, to provide an explanation of the information or document;

10 (b) if the information or document is not provided, to require that person to state, to the best of the person's knowledge and belief, where it is; and

15 (c) if the information is recorded otherwise than in legible form, to require the information to be made available to the Board or an authorised officer in legible form.

(3) Any person who, without reasonable excuse, fails to comply with a written notice under subsection (1) shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$1,000 and, in the case of a continuing offence, to a further fine not exceeding \$100 for every day or part of a day during which the offence continues after conviction.

25 (4) The Board is entitled without payment to keep any information or document, or any copy or extract thereof, provided to the Board or an authorised officer under subsection (1) or obtained under subsection (2).

Preservation of secrecy

30 **35B.**—(1) No information or document provided for the purposes of this Act or any regulations made under this Act is to be disclosed, except —

(a) with the consent of the person from whom the information was obtained;

(b) to the extent that the information or document is already in the public domain;

- (c) in connection with the administration or enforcement of this Act or any regulations made under this Act;
- (d) to the Minister, or any public officer assisting the Minister and duly authorised by the Minister for the purposes of this subsection, as may be necessary for the performance of the Minister's official duties in connection with —
 - (i) this Act; or
 - (ii) the advancement or development of tourism and the regulation of tourism enterprises;
- (e) for the purposes of any legal proceedings (including criminal proceedings) arising out of this Act or any regulations made under this Act or of any report of such proceedings; or
- (f) under and in accordance with any other written law.

(2) Any Board member, officer or employee or any person employed or engaged in the administration or enforcement of this Act or any regulations made under this Act, who discloses to any other person any information or document provided for the purposes of this Act or any regulations made under this Act in contravention of subsection (1), shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$4,000 or to imprisonment for a term not exceeding 6 months or to both.

(3) If —

- (a) any person (*X*) has possession of any information or document which to the person's knowledge has been disclosed in contravention of this section; and
- (b) *X* discloses that information or document to any other person,

then *X* shall be guilty of an offence and shall be liable on conviction to a fine not exceeding \$4,000 or to imprisonment for a term not exceeding 6 months or to both.”.

Repeal and re-enactment of section 36

22. Section 36 of the principal Act is repealed and the following section substituted therefor:

“False or misleading information, etc.

36.—(1) A person is guilty of an offence if —

(a) the person is required to make any statement or provide any information or document under this Act or any regulations made under this Act; and

(b) the person —

(i) makes any statement or provides any information or document which is false or misleading (including as a result of any omission) in a material particular, and which the person —

(A) knows or ought reasonably to know to be so; or

(B) is reckless as to whether it is so; or

(ii) intentionally alters, suppresses or destroys the information or document.

(2) A person who is guilty of an offence under subsection (1) shall be liable on conviction to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding 6 months or to both.”.

New sections 36A and 36B

23. The principal Act is amended by inserting, immediately after section 36, the following sections:

“Exclusion of liability for act or default of cruise terminal licensee

36A. Despite the grant of any cruise terminal licence under Part 3AA, neither the Board nor the Controller shall be liable in any circumstances for any injury, loss, damage or cost sustained by any person as a result of any default, negligence, breach or

other wrongful act or omission of any cruise terminal licensee or any agent or employee of the cruise terminal licensee.

Presumption of jurisdiction

36B. If, in any legal proceedings under Part 3AA or any regulations made for the purposes of that Part, a question arises as to whether or not any ship or person is within the provisions of this Act or any regulations made under this Act or some part of this Act or any regulations made under this Act, the ship or person is taken to be within those provisions unless the contrary is proved.”.

New section 38A

24. The principal Act is amended by inserting, immediately after section 38, the following section:

“Jurisdiction of courts

38A. A Magistrate’s Court or a District Court has jurisdiction to hear and determine all offences under this Act or any regulations made under this Act and, despite anything to the contrary in the Criminal Procedure Code 2010, has power to impose the full penalty or punishment in respect of any offence under this Act or any regulations made under this Act.”.

Amendment of section 41

25. Section 41 of the principal Act is amended —

(a) by deleting the word “The” in subsection (1) and substituting the words “Subject to subsection (1A), the”; and

(b) by inserting, immediately after subsection (1), the following subsection:

“(1A) The Controller may compound any offence under Part 3AA or any regulations made for that Part, which is prescribed as a compoundable offence, by collecting from a person reasonably suspected of

having committed the offence a sum not exceeding \$5,000.”.

Amendment of section 42

5 **26.** Section 42 of the principal Act is amended by deleting subsection (2) and substituting the following subsection:

“ (2) Any financial penalty and any interest on any financial penalty payable by any person under this Act is recoverable by the Board from that person as a debt due to the Board.”.

New sections 42A, 42B and 42C

10 **27.** The principal Act is amended by inserting, immediately after section 42, the following sections:

“Appeal to Minister

15 **42A.**—(1) Any person aggrieved by a decision mentioned in subsection (2) may appeal to the Minister within 14 days after notice of the decision is served on the person or such extended period as the Minister may allow in any particular case.

(2) A decision for the purpose of subsection (1) is any of the following:

(a) a decision by the Board under Part 3A —

- 20 (i) refusing to grant or renew a licence under section 23(4)(b);
- (ii) modifying any condition of or imposing any new condition on a licence;
- 25 (iii) altering under section 24(4) the description or classification of the person as a tourist guide in a manner that is to the person’s disadvantage;
- (iv) issuing a direction under section 26A(1) or 28(2), or varying such direction under section 26B(4) or (5) or 28(5E);
- 30 (v) suspending or revoking the person’s licence under section 28(1);

- (vi) requiring the person to pay a financial penalty, including the amount of the financial penalty, under section 28(2); or
 - (vii) debarring the person from applying for or for a renewal of a licence under section 28(2); 5
- (b) a decision by the Controller under Part 3AA —
- (i) refusing to grant or renew a cruise terminal licence under section 29B(3);
 - (ii) refusing to amend a cruise terminal licence under section 29B(7); 10
 - (iii) refusing to allow a transfer or assignment of benefit of a cruise terminal licence under section 29F;
 - (iv) issuing a direction under section 29G(1) or 29K(1), or varying such direction under section 29G(13) or 29L(4) or (5); 15
 - (v) requiring the person to pay a financial penalty, including the amount of the financial penalty, under section 29G(1);
 - (vi) debarring the person from applying for or for a renewal of a cruise terminal licence under section 29G(1); 20
 - (vii) suspending or revoking the person's cruise terminal licence under section 29G(1);
 - (viii) modifying any condition of or imposing any new condition on a cruise terminal licence, and the amount of any compensation to be provided, under section 29J; 25
 - (ix) regarding the use of any security deposit under section 29N(2); 30
 - (x) refusing to approve any charges for the provision of any cruise port services and

facilities at a cruise terminal pursuant to regulations made under section 29O;

(xi) requiring the person as a cruise terminal licensee to impose on and collect, or not to impose on and collect, any charge or security deposit or late interest under section 29P; or

(xii) refusing to grant an approval under section 29R or 29S.

(3) An appeal against a decision under subsection (1) does not affect the operation of the decision or prevent the taking of any action to implement the decision unless otherwise provided in this Act or directed by the Minister in any particular case.

(4) Any person who makes an appeal to the Minister under subsection (1) must, within the period specified in that subsection —

(a) state the circumstances under which the appeal arises and the issues and grounds for the appeal; and

(b) submit all relevant facts, evidence and arguments in respect of the appeal.

(5) Where an appeal has been made to the Minister under subsection (1) —

(a) the Minister may require the appellant, the Board or the Controller (as the case may be) or any person who is not a party to the appeal but appears to the Minister to have any information or document that is relevant to the circumstances under which the appeal arises, to provide the Minister with all or any such information or document as the Minister may require for the purpose of considering and determining the appeal; and

(b) any person so required to provide the information or document must provide it in the manner and within the period specified by the Minister.

(6) The Minister may reject an appeal of an appellant that fails to comply with subsection (4) or any requirement of the Minister under subsection (5).

(7) The Minister may determine an appeal from any decision of the Board or Controller under subsection (2) by — 5

(a) confirming, varying or reversing the decision; or

(b) requiring the Board or Controller (as the case may be) to reconsider the decision,

and the decision of the Minister is final.

(8) Every appellant must be notified of the Minister's decision under subsection (7). 10

(9) The Minister may designate any of the following office-holders in his or her Ministry to hear and determine, in the Minister's place, any appeal made under this section:

(a) the Second Minister, if any; 15

(b) any Minister of State;

(c) any Parliamentary Secretary.

(10) In this section (except subsection (9)), a reference to the Minister in relation to an appeal includes a reference to any officer-holder designated under subsection (9) to hear and determine the appeal. 20

Offences by corporations

42B.—(1) Where, in a proceeding for an offence under this Act, it is necessary to prove the state of mind of a corporation in relation to a particular conduct, evidence that — 25

(a) an officer, employee or agent of the corporation engaged in that conduct within the scope of his or her actual or apparent authority; and

(b) the officer, employee or agent had that state of mind, is evidence that the corporation had that state of mind. 30

(2) Where a corporation commits an offence under this Act, a person —

(a) who is —

(i) an officer of the corporation; or

(ii) an individual involved in the management of the corporation and in a position to influence the conduct of the corporation in relation to the commission of the offence; and

(b) who —

(i) consented or connived, or conspired with others, to effect the commission of the offence;

(ii) is in any other way, whether by act or omission, knowingly concerned in, or is party to, the commission of the offence by the corporation; or

(iii) knew or ought reasonably to have known that the offence by the corporation (or an offence of the same type) would be or is being committed, and failed to take all reasonable steps to prevent or stop the commission of that offence,

shall be guilty of that same offence as is the corporation, and shall be liable on conviction to be punished accordingly.

(3) A person mentioned in subsection (2) may rely on a defence that would be available to the corporation if it were charged with the offence with which the person is charged and, in doing so, the person bears the same burden of proof that the corporation would bear.

(4) To avoid doubt, this section does not affect the application of —

(a) Chapters 5 and 5A of the Penal Code 1871; or

(b) the Evidence Act 1893 or any other law or practice regarding the admissibility of evidence.

(5) To avoid doubt, subsection (2) also does not affect the liability of the corporation for an offence under this Act, and applies whether or not the corporation is convicted of the offence.

(6) In this section —

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“corporation” includes a limited liability partnership;

“officer”, in relation to a corporation, means any director, partner, chief executive, manager, secretary or other similar officer of the corporation, and includes —

(a) any person purporting to act in any such capacity; and

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(b) for a corporation whose affairs are managed by its members, any of those members as if the member were a director of the corporation;

“reasonable steps”, in relation to the commission of an offence, includes, but is not limited to, such action (if any) of the following kinds as is reasonable in all the circumstances:

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(a) action towards —

(i) assessing the corporation’s compliance with the provision creating the offence; and

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(ii) ensuring that the corporation arranged regular professional assessments of its compliance with the provision;

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(b) action towards ensuring that the corporation’s employees, agents and contractors are provided with information, training, instruction and supervision appropriate to them to enable them to comply with the provision creating the offence so far as the provision is relevant to them;

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(c) action towards ensuring that —

(i) the equipment and other resources; and

(ii) the structures, work systems and other processes,

relevant to compliance with the provision creating the offence are appropriate in all the circumstances;

(d) action towards creating and maintaining a corporate culture that does not direct, encourage, tolerate or lead to non-compliance with the provision creating the offence;

“state of mind” of a person includes —

(a) the knowledge, intention, opinion, belief or purpose of the person; and

(b) the person’s reasons for the intention, opinion, belief or purpose.

(7) The Minister may make rules to provide for the application of any provision of this section, with such modifications as the Minister considers appropriate, to any corporation formed or recognised under the law of a territory outside Singapore.

Offences by unincorporated associations or partnerships

42C.—(1) Where, in a proceeding for an offence under this Act, it is necessary to prove the state of mind of an unincorporated association or a partnership in relation to a particular conduct, evidence that —

(a) an employee or agent of the unincorporated association or partnership engaged in that conduct within the scope of his or her actual or apparent authority; and

(b) the employee or agent had that state of mind,

is evidence that the unincorporated association or partnership had that state of mind.

(2) Where an unincorporated association or a partnership commits an offence under this Act, a person —

(a) who is —

- (i) an officer of the unincorporated association or a member of its governing body; 5
- (ii) a partner in the partnership; or
- (iii) an individual involved in the management of the unincorporated association or partnership and in a position to influence the conduct of the unincorporated association or partnership (as the case may be) in relation to the commission of the offence; and 10

(b) who —

- (i) consented or connived, or conspired with others, to effect the commission of the offence; 15
- (ii) is in any other way, whether by act or omission, knowingly concerned in, or is party to, the commission of the offence by the unincorporated association or partnership; or
- (iii) knew or ought reasonably to have known that the offence by the unincorporated association or partnership (or an offence of the same type) would be or is being committed, and failed to take all reasonable steps to prevent or stop the commission of that offence, 20 25

shall be guilty of the same offence as is the unincorporated association or partnership (as the case may be), and shall be liable on conviction to be punished accordingly.

(3) A person mentioned in subsection (2) may rely on a defence that would be available to the unincorporated association or partnership if it were charged with the offence with which the person is charged and, in doing so, the person bears the same burden of proof that the unincorporated association or partnership would bear. 30

(4) To avoid doubt, this section does not affect the application of —

(a) Chapters 5 and 5A of the Penal Code 1871; or

(b) the Evidence Act 1893 or any other law or practice regarding the admissibility of evidence.

(5) To avoid doubt, subsection (2) also does not affect the liability of an unincorporated association or a partnership for an offence under this Act, and applies whether or not the unincorporated association or partnership is convicted of the offence.

(6) In this section —

“officer”, in relation to an unincorporated association (other than a partnership), means the president, the secretary, or any member of the committee of the unincorporated association, and includes —

(a) any person holding a position analogous to that of president, secretary or member of a committee of the unincorporated association; and

(b) any person purporting to act in any such capacity;

“reasonable steps” has the meaning given by section 42B(6) except any reference to the corporation is a reference to the unincorporated association or partnership mentioned in subsection (2);

“partner” includes a person purporting to act as a partner;

“state of mind” of a person includes —

(a) the knowledge, intention, opinion, belief or purpose of the person; and

(b) the person’s reasons for the intention, opinion, belief or purpose.

(7) The Minister may make rules to provide for the application of any provision of this section, with such modifications as the

Minister considers appropriate, to any unincorporated association or partnership formed or recognised under the law of a territory outside Singapore.”.

Amendment of section 45

28. Section 45 of the principal Act is amended —

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(a) by deleting the word “and” at the end of paragraph (e) of subsection (2), and by inserting immediately thereafter the following paragraphs:

“(ea) the requirements to be complied with by persons involved in the provision of cruise port services and facilities, or in activities or events carried out at cruise terminals;

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(eb) the procedure for any appeal to the Minister; and”;

(b) by deleting paragraph (b) of subsection (3) and substituting the following paragraph:

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“(b) may provide for the imposition of penalties for such offences as follows:

(i) in the case of an offence for the contravention of any regulation made for the purposes of Part 3AA, a fine not exceeding \$100,000 or imprisonment for a term not exceeding 6 months or both and, in the case of a continuing offence, a further fine not exceeding \$1,000 for every day or part of a day during which the offence continues after conviction;

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(ii) in any other case, a fine of \$5,000; and”.

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Consequential amendment to Maritime and Port Authority of Singapore Act 1996

29. Section 7 of the Maritime and Port Authority of Singapore Act 1996 is amended by inserting, immediately after subsection (7),
 5 the following subsections:

“(8) Nothing in this Act permits the Authority to create an economic regulatory framework to regulate persons operating cruise terminals with respect to any matter pertaining to the efficient, reliable and economical operation of cruise terminals,
 10 including (but not limited to) the following:

- (a) berthing allocations at cruise terminals;
- (b) the price charged by such persons for any cruise port services and facilities;
- (c) the operational efficiency of, and the quality of the
 15 experience of users and visitors at, cruise terminals including through the timely and seamless delivery or provision of cruise port services and facilities.

(9) In subsection (8), “cruise port services and facilities” and “cruise terminal” have the meanings given by section 2 of the
 20 Singapore Tourism Board Act 1963.”.

Saving and transitional provisions

30.—(1) Section 14 does not apply in relation to any tourist guide licensee where the written notice of intention under section 28(4) of the principal Act (as in force immediately before the date of
 25 commencement of section 14) is given to the tourist guide licensee before that date, and section 28 of the principal Act applies in relation to him or her as if it had not been amended by section 14.

(2) Where an appeal is made to the Minister under section 29 of the principal Act before the date of commencement of section 15 and is
 30 pending as of that date, section 29 of the principal Act (as in force immediately before that date) continues to apply to the appeal as if that section 29 had not been repealed.

(3) For a period of 2 years after the date of commencement of any provision of this Act, the Minister may, by regulations, prescribe such

additional provisions of a saving or transitional nature consequent on the enactment of that provision as the Minister may consider necessary or expedient.

EXPLANATORY STATEMENT

This Bill seeks to amend the Singapore Tourism Board Act 1963 principally to —

- (a) enable the Singapore Tourism Board (the Board) to take over the function of the economic regulation of operators of cruise terminals from the Maritime and Port Authority of Singapore, and for this purpose to make a consequential amendment to the Maritime and Port Authority of Singapore Act 1996;
- (b) clarify various provisions concerning tourist guides; and
- (c) clarify various functions and powers of the Board.

Clause 1 relates to the short title and commencement.

Clause 2 amends section 2 (Interpretation).

Clause 2(a) to (e) and (k) inserts definitions of “berth slot”, “berthing framework”, “business trust”, “company”, “Controller”, “corporation”, “cruise line”, “cruise port services and facilities”, “cruise ship”, “cruise terminal”, “cruise terminal licence”, “cruise terminal licensee”, “limited liability partnership”, “limited partnership”, “Maritime and Port Authority of Singapore”, “operate”, “regulatory action”, “ship”, “trustee-manager”, “unit”, “unitholder” and “unregistered company”, mainly in connection with the economic regulation of and control over operators of cruise terminals.

Clause 2(f) to (j) makes various amendments to the definition of “tourism enterprise” to —

- (a) include the operation of cruise terminals; and
- (b) expand the types of services that a business may provide, and the types of undertakings, in order for the business or undertaking to be considered a tourism enterprise.

Clause 3 repeals and re-enacts section 4 (Chairperson of Board) to clarify that the period of a person’s appointment as Chairperson is subject to the earlier revocation by the Minister for Trade and Industry (the Minister) or resignation of the person.

Clause 4 amends section 5 (Constitution of Board) to —

- (a) provide that (other than the Chairperson and the Chief Executive) the members of the Board to be appointed by the Minister may range in number from 5 to 12;
- (b) remove the requirement that such other members of the Board may only be appointed for a maximum of 3 years;
- (c) provide that the Deputy Chairperson may exercise the functions and power of the Chairperson in certain cases; and
- (d) provide that the Chairperson or Deputy Chairperson presiding at meetings has a casting vote.

Clause 5 amends section 7 (Functions of Board) to provide for the function of the Board in the economic regulation of cruise terminals. The economic regulation will principally focus on berthing allocations at cruise terminals, the price which operators of cruise terminals may charge for the provision of cruise port services and facilities (if the operators are charging for the same), and the operational efficiency of cruise terminals as a whole.

Clause 5 also provides for it to be a function of the Board to operate any cruise terminal in Singapore. This is to cater for the event that the Board needs to take over the operation of any cruise terminal in unforeseen circumstances, for instance, where an operator of a cruise terminal is unable to continue operating its cruise terminal.

Clause 6 amends section 8 (Powers of Board) to clarify various powers of the Board. Clause 6(e) also introduces a new power for the Board through the new paragraph (ha) of section 8, which enables the Board to act, with the approval of the Minister, as a third-party guarantor for a tourism enterprise.

Clause 7 inserts a new section 14A to provide for the validity of the exercise of a power or the performance of a function of the Board, and acts by members of the Board, despite any vacancy in the membership of the Board or defects or irregularities existing in the appointment or continuance in office of members of the Board, etc.

Clause 8 makes an amendment to section 19 (Protection of superannuation scheme) that is consequential to the amendment made by clause 6(j).

Clause 9 deletes and substitutes the definition of “guiding services” in section 20 (Interpretation of this Part) to clarify that the giving of any information, description or explanation to a person that is merely a reference to the location of, or a location in or around, a place or point of interest, does not constitute guiding services.

Clause 10 inserts a new subsection (1A) in section 24 (Tourist guide licence) to provide that the conditions of a tourist guide licence may require a tourist guide to

do or not to do any thing for the protection of the wellbeing of the tourist guide and the tourists guided by the tourist guide, or in the public interest.

Clause 11 makes various amendments to section 25 (Tourist guide badge) principally to enable the use of non-physical tourist guide badges, whether in addition to or in lieu of a physical tourist guide badge.

Clause 12 inserts new sections 26A and 26B. The new section 26A empowers the Board to give directions to a tourist guide that may be necessary or expedient in the public interest, including for the purpose of protecting the wellbeing of the tourist guide and the tourists guided by the tourist guide. The new section 26B provides for the variation, suspension and revocation of such directions.

Clause 13 repeals section 27 (Information, etc., to be provided by licensee), given the new section 32B inserted by clause 18.

Clause 14 amends section 28 (Suspension, revocation or cancellation of licence) to include contravention of a direction issued under the new section 26A (inserted by clause 12) as a ground for taking regulatory action against the tourist guide concerned. The types of regulatory action that may be taken are also expanded to include the issue of directions and debarring the tourist guide from applying for the grant or renewal of a tourist guide licence. Clause 14 further amends section 28 to set out in greater detail the procedure to be adopted where the Board seeks to take regulatory actions against a tourist guide. The amendments also provide that where the procedure under section 28 is commenced before the tourist guide licence in question expires or is revoked or cancelled, the procedure may be continued even after the tourist guide licence expires or is revoked or cancelled.

Clause 15 repeals section 29 (Appeal to Minister) in light of the new section 42A inserted by clause 27.

Clause 15 further inserts a new Part 3AA (sections 29 to 29ZG) to provide for the economic regulation of cruise terminals.

The new section 29 is the only section in Division 1 of the new Part 3AA concerning the administration of the new Part. The new section 29 provides for the economic regulation of cruise terminals by the Board, through the Board's appointment of a Controller of Cruise Administration (the Controller) and one or more Deputy Controllers of Cruise Administration. The Controller of Cruise Administration and the Deputy Controllers of Cruise Administration are subject to the general and special directions of the Board.

The new sections 29A to 29H constitute Division 2 of the new Part 3AA, and provide for matters concerning the licensing of operators of cruise terminals.

The new section 29A requires a person to be licensed in order to operate a cruise terminal. It is an offence to operate a cruise terminal without a cruise terminal licence.

The new section 29B provides for the application for and for renewal of cruise terminal licences.

The new section 29C provides for the grant of in-principle approvals of applications for or for the renewal of cruise terminal licences. An in-principle approval must not exceed a period of 12 months in total. An in-principle approval is intended to be given where the Controller is unable to grant or renew a cruise terminal licence pending the fulfilment by the applicant of certain requirements, for instance, the provision of documents. An in-principle approval may allow for the provision of all or only some cruise port services and facilities at the cruise terminal in question, but is otherwise treated as if it were a cruise terminal licence allowing the provision of cruise port services and facilities allowed by the in-principle approval.

The new section 29D provides that a cruise terminal licensee must only use, as the name for its cruise terminal, the name specified in its cruise terminal licence for the cruise terminal, unless the Controller otherwise allows.

The new section 29E provides for the period for which a cruise terminal licence is regarded as being in force.

The new section 29F prohibits the transfer or assignment of the benefit of a cruise terminal licence without the prior consent of the Controller.

The new section 29G provides for the circumstances in which, and the procedure by which, a cruise terminal licence may be suspended or revoked. In addition to a suspension or revocation, the Controller may also issue directions to the cruise terminal licensee, impose a financial penalty on the cruise terminal licensee or debar the cruise terminal licensee from applying for or renewing any cruise terminal licence for a period of time. A suspension of the cruise terminal licence may be in relation to the provision of all or only some cruise port services and facilities at the cruise terminal. Where the procedure under the new section 29G is commenced before the cruise terminal licence in question expires or is revoked or cancelled, the procedure may be continued even after the cruise terminal licence expires or is revoked or cancelled.

The new section 29H provides for the procedure by which a cruise terminal licensee may cancel its cruise terminal licence.

The new sections 29I to 29Q constitute Division 3 of the new Part 3AA, and provide for the various regulatory levers over a cruise terminal licensee.

The new section 29I provides for the conditions a cruise terminal licence may be subject to.

The new section 29J provides for the procedure by which conditions of a cruise terminal licence may be modified or new conditions may be imposed.

The new section 29K empowers the Controller to give directions to, among others, a cruise terminal licensee, to be complied with. The directions will principally enable the Controller to ensure optimal use of cruise terminals in Singapore, compliance with the berthing framework, the availability of berth slots (even for ships that are not cruise ships), the availability and reliability of cruise port services and facilities, and generally to ensure that the cruise industry in Singapore remains reputable. Directions may also be issued to a former cruise terminal licensee to ensure that the former cruise terminal licensee properly and expeditiously transfers the management, operation and administration of the cruise terminal that was the subject of its cruise terminal licence (that is no longer in force) to another cruise terminal licensee. The new section 29K also provides for the procedure by which the directions may be issued.

The new section 29L provides for the procedure by which directions issued under the new section 29K may be varied, suspended or revoked.

The new section 29M empowers the Controller to issue advisory guidelines for the purpose of providing guidance or certainty in respect of requirements under the new Part 3AA or regulations made for the purposes of the new Part 3AA. While the advisory guidelines do not have legislative effect, failure to comply with them may be relied upon in civil and criminal proceedings as tending to establish or negate any liability that is in question in those proceedings.

The new section 29N empowers the Controller to direct a cruise terminal licensee to provide security to meet any financial penalty imposed on the cruise terminal licensee that is unpaid.

The new section 29O requires a cruise terminal licensee to ensure that the charges which it imposes for the provision of any cruise port services and facilities at its cruise terminal comply with the pricing framework set by the Controller. Regulations may be made to set out methodologies or terms for the pricing framework that the Controller must adopt.

The new section 29P empowers the Controller to require a cruise terminal licensee to impose and collect (or not to impose or collect) charges and security deposits associated with the provision of any cruise port services and facilities provided at its cruise terminal, including interest on the late payment of charges or late provision of the security.

The new section 29Q provides for the obligations of a cruise terminal licensee in connection with the keeping of accounts and statements, and the provision of these to the Controller on a periodic basis. Failing to keep the accounts and statements, failing or refusing to provide them to the Controller, intentional alteration, suppression or destruction of the accounts, statements and records, and knowingly making a false or misleading statement in any material particular in giving any account, statement or record, are all offences.

The new sections 29R to 29V constitute Subdivision (1) of Division 4 of the new Part 3AA, and provide for matters relating to the ownership of cruise terminal licensees.

The new section 29R provides that a person must not, whether through a single transaction or a series of transactions over time —

- (a) become a 5% controller of a cruise terminal licensee without giving written notice to the Controller of that fact; or
- (b) become a 25% controller, a 50% controller or an indirect controller of a cruise terminal licensee without obtaining the prior written approval of the Controller.

The new section 29R also requires a cruise terminal licensee to give written notice to the Controller if any person acquires equity interest in the cruise terminal licensee, whether in a single transaction or through a series of transactions over time, that would result in the person becoming a 5% controller, a 25% controller, a 50% controller or an indirect controller of the cruise terminal licensee.

The new section 29S provides that a person must not acquire the business of a cruise terminal licensee without the prior written approval of the Controller.

The new section 29T empowers the Controller to issue remedial directions in the event of a breach of the new section 29R or 29S.

The new section 29U provides for the effect of remedial directions issued under the new section 29T, in particular that they take effect despite any other written law or anything contained in the memorandum or articles of association, trust deed or other constitution of the cruise terminal licensee in question.

The new section 29V requires a cruise terminal licensee to have its central management and control in Singapore.

The new sections 29W to 29ZA constitute Subdivision (2) of Division 4 of the new Part 3AA, and provide for various meanings and explanations of terms used in Division 4.

The new section 29W defines certain terms used in Division 4 of the new Part 3AA.

The new sections 29X, 29Y and 29Z explain “associate”, “voting power” and what it means to hold equity interest, for the purposes of Division 4 of the new Part 3AA.

The new section 29ZA provides that certain equity interests may be disregarded for the purposes of Division 4 of the new Part 3AA.

The new sections 29ZB to 29ZE constitute Division 5 of the new Part 3AA, and provide for various orders that the Minister may make concerning cruise terminal licensees.

The new section 29ZB provides for the meaning and effect of special administration orders by which the business and property of a cruise terminal licensee are to be managed by the Board.

The new section 29ZC provides that the Board may apply to the Minister for the making of a special administration order, or an order requiring the cruise terminal licensee to do or not to do any thing in relation to its business, or an order appointing a person to advise the cruise terminal licensee on the proper conduct of its business.

The new section 29ZD provides for the matters that a special administration order may deal with.

The new section 29ZE provides for the remuneration and expenses to be paid by a cruise terminal licensee where an order is made against the cruise terminal licensee under Division 5 of the new Part 3AA.

The new section 29ZF is the only section in Division 6 of the new Part 3AA. The new section 29ZF imposes various restrictions on the winding up or termination of, the appointment of judicial managers for, etc., a cruise terminal licensee.

The new section 29ZG is the only section in Division 7 of the new Part 3AA. The new section 29ZG empowers the Controller to publish, or require a cruise terminal licensee to publish, information concerning the operation by the cruise terminal licensee of its cruise terminal, that the Controller thinks necessary or expedient in the interest of the public or pursuant to his or her function.

Clause 16 amends the Part heading to Part 3B, as Part 3B is being expanded to cover powers in relation to cruise terminal licensees and their cruise terminals.

Clause 17 deletes and substitutes the section heading of section 31 to make it clear that the section only applies to Part 3A.

Clause 18 inserts new sections 32A and 32B.

The new section 32A provides for various powers of entry and inspection of the Controller and inspecting officers for the purpose of administering, enforcing and ensuring compliance with the new Part 3AA. Subsection (3) of the new section 32A also empowers the Controller to authorise any person to enter a cruise terminal at any reasonable time to conduct surveys.

The new section 32B updates the current section 27 (which is being repealed by clause 13) on the power to obtain information and documents for the purposes of administration, enforcement and monitoring compliance by the Board, and is applicable in relation to both Part 3A and the new Part 3AA inserted by clause 15.

Clause 19 inserts a new subsection (8) in section 34 (Notice to attend court) so that the section does not apply to the new Part 3AA.

Clause 20 amends section 35 (Obstructing officer of Board, etc.) to extend the offence of obstruction to the Controller, persons authorised under the new section 32A(3) and authorised officers under the new section 35A.

Clause 21 inserts new sections 35A and 35B.

The new section 35A empowers the Board or any authorised officer to obtain information and documents relating to any matter reasonably required by the Board to carry out its functions and duties.

The new section 35B imposes an obligation of secrecy in respect of information and documents provided in respect of the Act.

Clause 22 repeals and re-enacts section 36 (False or misleading information). The new section 36 includes the offence of intentionally altering, suppressing or destroying any information or document, and clarifies that information or documents may be false or misleading in a material particular as a result of any omission. The penalty under the new section 36 is also enhanced to include a period of imprisonment.

Clauses 23 and 24 insert new sections 36A and 36B, and the new section 38A, respectively, which are based on similar provisions in the Maritime and Port Authority of Singapore Act 1996. This is because the economic regulation of cruise terminals is being transferred from the Maritime and Port Authority of Singapore to the Board.

The new section 36A excludes the liability of the Board and the Controller resulting from any default, negligence, breach or other wrongful act or omission of any cruise terminal licensee, or any agent or employee of such licensee.

The new section 36B provides for the presumption that a ship or person is within the ambit of the Act unless proven otherwise.

The new section 38A confers jurisdiction on a Magistrate's Court and a District Court to try offences under the Act or any regulations made under the Act and to impose the full penalty or punishment in respect of such offences, despite the Criminal Procedure Code 2010.

Clause 25 amends section 41 (Composition of offences) to enable offences under the new Part 3AA to be compoundable for sums not exceeding \$5,000.

Clause 26 deletes and substitutes subsection (2) of section 42 (Recovery of financial penalties) to enable it to apply in respect of the new Part 3AA.

Clause 27 inserts new sections 42A, 42B and 42C.

The new section 42A provides for appeals to the Minister in respect of certain decisions of the Board under Part 3A and of the Controller under the new Part 3AA. The new section 42A also empowers the Minister to designate

office-holders in his or her Ministry to hear and determine, in the Minister's place, any appeal made under the new section 42A.

The new sections 42B and 42C provide for various matters concerning offences committed by corporations, and by unincorporated associations and partnerships, respectively.

Clause 28 amends section 45 (Regulations) to expand on the matters that may be dealt with in regulations, given the new Part 3AA.

Clause 29 makes a consequential amendment to section 7 of the Maritime and Port Authority of Singapore Act 1996, given the transfer of the economic regulation of cruise terminals from the Maritime and Port Authority of Singapore to the Board.

Clause 30 is a saving provision that provides that the amendments under clause 14 do not apply to regulatory actions commenced before the date of commencement of those amendments. Clause 30 also provides that section 29 in force immediately before the date of commencement of clause 15, continues to apply to appeals to the Minister made before that date, as if that section 29 had not been repealed. Clause 30 further empowers the Minister to make regulations of a saving or transitional nature.

EXPENDITURE OF PUBLIC MONEY

This Bill will involve the Government in extra financial expenditure, the exact amount of which cannot at present be ascertained.
