

05-21-1998

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100717182

HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS. Please record the attached original documents or copy thereof.

1. Name of conveying party:

THE PORT OF SINGAPORE AUTHORITY

2. Name and address of receiving party:

Name: PSA CORPORATION LIMITEDAdditional name of conveying party attached? ☐ yes ☒ noInternal Address: PSA Building

3. Nature of Conveyance:

☒ Other The Port of Singapore Authority (Dissolution) Act 1997 published 9/19/97 in the Government Gazette Acts SupplementStreet Address: 460 Alexander Road

Dissolution Date: October 1, 1997

Singapore 119963, Republic of Singapore

Copies of Supporting Documentation enclosed:

The Port of Singapore Authority (Dissolution) Act 1997 (14 pages); Minister's Notification dated 9/15/97 (1 page); and extract from the Minister's speech (1 page).

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No(s).:

B. Patent Nos.: 5,336,054 issued 8/9/94, and 5,661,465 issued 8/26/97

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Arthur L. Whinston, Esq.6. Total number of applications and patents involved: [2]

Klarquist Sparkman Campbell Leigh & Whinston, LLP

7. Total fee (37 CFR 3.41):...\$80.00

Internal Address: One World Trade Center, Suite 1600☒ EnclosedStreet Address: 121 S.W. Salmon Street☐ Authorized to be charged to deposit accountCity Portland State Oregon ZIP 97204-29888. Deposit account number: 02-4550

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Arthur L. WhinstonMay 7, 1998

Reg. No. 19,155

Name of Person Signing

Signature

Date

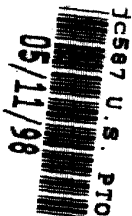
Total number of pages including cover sheet, attachments and document: [17]m

OMB No. 0651-0011 (exp. 4/94)

9-36089, 38971/ALW

cc: Forrester Ketley & Co., Ref. #M20561-ALM/1p

PATENT
REEL: 9168 FRAME: 6725



SL Supplement issue No. 46 Jul 19 Sep 97

S 418-419/97

1904

Amendment of Consolidation Order

2. The Income Tax (Approved Banks) (Consolidation) Order (O 32) is amended by deleting the words "Banque Francaise Du Commerce Extérieur" and substituting the words "Natexis Banque".

(G.N. Nos. S 276/95; S 308/95; S 415/95; S 451/95; S 469/95; S 497/95; S 522/95; S 183/96; S 218/96; S 265/96; S 353/96; S 455/96; S 506/96; S 546/96; S 27/97; S 301/97; S 315/97; S 400/97)

Made this 11th day of September 1997.

NGIAM TONG DOW
Permanent Secretary,
Ministry of Finance,
Singapore.

[MF(R)R32.12.4 Vol. 9; AG/SL/10/95]

No. S 419

**PORT OF SINGAPORE AUTHORITY
(DISSOLUTION) ACT 1997
(ACT 6 OF 1997)**

**PORT OF SINGAPORE AUTHORITY (DISSOLUTION) ACT
(COMMENCEMENT) NOTIFICATION 1997**

In exercise of the powers conferred by section 1 of the Port of Singapore Authority (Dissolution) Act 1997, the Minister for Communications hereby makes the following Notification:

1. This Notification may be cited as the Port of Singapore Authority (Dissolution) Act (Commencement) Notification 1997.

2. The Port of Singapore Authority (Dissolution) Act 1997 shall come into operation on 1st October 1997.

Made this 15th day of September 1997.

TEO MING KIAN
Permanent Secretary,
Ministry of Communications,
Singapore.

[MINCOM PS 396/1-C04 Pt. 8; AG/B/17/95]

PATENT

REEL: 9168 FRAME: 0726

1587 U.S. PTO
05/11/98

**EXTRACT OF THE SPEECH BY MR MAH BOW TAN, MINISTER FOR
COMMUNICATIONS FOR THE SECOND READING OF THE PSA
(DISSOLUTION) BILL 1997**

20.

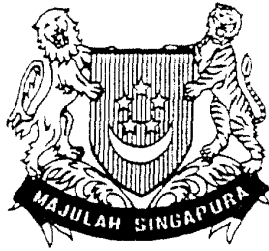
PLANS FOR THE CORPORATISED PSA

21. Mr Speaker Sir, I would like now to describe briefly the plans for the corporatised PSA.

22. The corporatised PSA will be known as PSA Corporation. Its core business will be the operation of the container terminals in Singapore.

23.

05/11/98
JCS87 U.S. PTO



REPUBLIC OF SINGAPORE
GOVERNMENT GAZETTE
ACTS SUPPLEMENT
Published by Authority

NO. 9]

FRIDAY, SEPTEMBER 19

[1997

The following Act was passed by Parliament on 25th August 1997 and assented to by the President on 2nd September 1997:—

**THE PORT OF SINGAPORE AUTHORITY
(DISSOLUTION) ACT 1997**

(No. 6 of 1997)

ARRANGEMENT OF SECTIONS

PART I

PRELIMINARY

Section

1. Short title and commencement
2. Interpretation

PART II

TRANSFER OF PROPERTIES, RIGHTS,
LIABILITIES AND EMPLOYEES

3. Transfer to successor company, successor Authority and Government of property, rights and liabilities

Section

4. Initial Government holding in successor company
5. Financial structure of successor company
6. Application of Companies Act in relation to offer of shares or debentures of successor company
7. Application of Trustees Act in relation to investment in successor company
8. Transfer of employees of Authority to successor company and successor Authority
9. Pension, gratuity, etc., of transferred employees
10. Continuation and completion of disciplinary proceedings
11. Misconduct or neglect of duty by employee before transfer
12. Penalty to be served by employee
13. Existing agreements and pending proceedings
14. Repeal and transitional provisions
15. Consequential amendments of other written laws

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REPUBLIC OF SINGAPORE

No. 6 of 1997.

I assent.

(LS)

ONG TENG CHEONG,
President.
2nd September 1997.

An Act to provide for the dissolution of the Port of Singapore Authority and for the transfer of its property, rights and liabilities to a successor company and others, to make financial arrangements for that company and for matters connected therewith, to repeal the Port of Singapore Authority Act (Chapter 236 of the 1985 Revised Edition) and to make consequential amendments to other written laws.

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

PART I
PRELIMINARY

Short title and commencement

1. This Act may be cited as the Port of Singapore Authority (Dissolution) Act 1997 and shall come into operation on such date as the Minister may, by notification in the *Gazette*, appoint.

Interpretation

2.—(1) In this Act, unless the context otherwise requires —

“appointed day” means the date of commencement of this Act;

“Authority” means the Port of Singapore Authority established under the Port of Singapore Authority Act (Cap. 236) in force before the appointed day;

“securities”, in relation to a company, includes shares, debentures, bonds and other securities of the company, whether or not constituting a charge on the assets of the company;

“shares”, in relation to a company, means shares in, or stock forming part of, the capital of the company;

“successor Authority” means the Maritime and Port Authority of Singapore;

“successor company” means a company nominated by the Minister under section 3 (1).

(2) For the purposes of this Act, a company shall be regarded as wholly owned by the Government at any time when all the issued shares in the company are held by or on behalf of the Government.

PART II

TRANSFER OF PROPERTIES, RIGHTS,
LIABILITIES AND EMPLOYEES**Transfer to successor company, successor Authority and Government of property, rights and liabilities**

3.—(1) On the appointed day, the property, rights and liabilities comprised in the undertaking of the Authority shall become, by virtue of this section and without further assurance, the property, rights and liabilities of —

- (a) the successor company nominated for the purposes of this section by the Minister;
- (b) the successor Authority; and
- (c) the Government,

in such manner of distribution and allocation as may be determined by the Minister and agreed to by the Minister for Finance.

(2) Any immovable property to be transferred to and vested in the successor company or the successor Authority under subsection (1) shall be held by the successor company or the successor Authority upon such tenure and subject to such conditions as the President may determine.

(3) If any question arises as to whether any particular property, right or liability of the Authority has been transferred to or vested in the successor company, the successor Authority or the Government under this Act, a certificate under the hand of the Minister for Finance shall be conclusive evidence that the property, right or liability was or was not so transferred or vested.

(4) It is hereby declared for the avoidance of doubt that —

- (a) any reference in this Act to property comprised in the undertaking of the Authority is a reference to such property of the Authority whether situated in Singapore or elsewhere; and
- (b) any such reference to rights and liabilities comprised in the undertaking of the Authority is a reference to such rights to which the Authority is entitled or, as the case may be, such liabilities to which the Authority is subject, whether under the laws of Singapore or any country outside Singapore and

includes rights and liabilities arising under loans raised in relation to the properties of the Authority.

(5) It shall be the duty of the successor company and the successor Authority to take all such steps as may be requisite to secure that the vesting in the company by virtue of this section of any foreign property, right or liability is effective under the relevant foreign law and until such time it shall be the duty of the successor Authority to hold that property or right for the benefit of, or to discharge that liability on behalf of, the company.

(6) Nothing in subsection (5) shall be taken as prejudicing the effect under the laws of Singapore of the vesting in the successor company by virtue of this section of any foreign property, right or liability.

(7) Any expenses incurred and liabilities discharged by the successor Authority under subsection (5) shall be paid by the successor company.

(8) In subsections (5) and (6), references to any foreign property, right or liability are references, respectively, to any property, right or liability comprised in the undertaking of the Authority in respect of which any issue arising in any proceedings would have been determined (in accordance with the rules of conflict of laws) by reference to the law of a country or territory outside Singapore.

Initial Government holding in successor company

4.—(1) As a consequence of the vesting in the successor company by virtue of section 3 (1) of the property, rights and liabilities comprised in the undertaking of the Authority, the successor company shall issue such securities of the successor company as the Minister for Finance may from time to time direct to any company wholly owned by the Government.

(2) The Minister for Finance shall not give a direction under subsection (1) in relation to the successor company at a time when that company has ceased to be wholly owned by the Government.

(3) Securities required to be issued in pursuance of this section shall be issued or allotted at such time and on such terms as to allotment as the Minister for Finance may direct.

(4) Shares in the successor company issued in pursuance of this section —

- (a) shall be of such nominal value as the Minister for Finance may direct; and
- (b) shall be issued as fully paid and treated for the purposes of the Companies Act (Cap. 50) as if they had been paid up by virtue of the payment to the successor company of their nominal value.

(5) Section 69 of the Companies Act (which provides that where a company issues shares for which a premium is received by the company whether in cash or in the form of other valuable consideration a sum equal to the aggregate amount or value of the premiums on those shares shall be transferred to a share premium account) shall not apply in relation to the issue of shares by the successor company in pursuance of this section, notwithstanding that such shares may be regarded as having been issued by the successor company at a premium.

Financial structure of successor company

5.—(1) If the Minister for Finance so directs at any time before the successor company ceases to be wholly owned by the Government, such sum (not exceeding the accumulated realised profits of the Authority in connection with its property, rights and liabilities) as may be specified in the direction shall be carried by the successor company to a reserve (referred to in this section as the statutory reserve).

(2) The statutory reserve may only be applied by the successor company in paying up unissued shares of the successor company to be allotted to members of the successor company as fully-paid bonus shares and in paying dividends to them.

(3) For the purposes of any statutory accounts of the successor company—

- (a) the vesting effected by virtue of subsection (1) of section 3 shall be taken to have been a vesting of the property, rights and liabilities comprised in the undertaking of the Authority to which the Authority was entitled or subject on the appointed day and which was allocated to the successor company by determination of the Minister under that subsection; and

(b) the value of any asset and the amount of any liability of the Authority taken to have been vested in the successor company by virtue of paragraph (a) shall be taken to be the value or, as the case may be, the amount assigned to that asset or liability in the statement of accounts of the Authority as at the appointed day.

(4) For the purposes of any statutory accounts of the successor company, the amount to be included in respect of any item shall be determined as if anything done by the Authority (whether by way of acquiring, revaluing or disposing of any asset or incurring, revaluing or discharging any liability, or by carrying any amount to any provision or reserve, or otherwise) had been done by the successor company.

(5) Without prejudice to the generality of subsection (4), the amount to be included in any reserves of the successor company as representing its accumulated realised profits shall be determined as if any profits realised and retained by the Authority in connection with that part of its property, rights and liabilities vested in the successor company had been realised and retained by the successor company.

(6) References in this section to the statutory accounts of the successor company are references to any accounts prepared by the successor company for the purposes of any provision of the Companies Act (Cap. 50).

Application of Companies Act in relation to offer of shares or debentures of successor company

6.—(1) This section shall apply where —

- (a) the Minister for Finance;
- (b) the company to which securities of the successor company are issued at the direction of the Minister for Finance under section 4; or
- (c) a company to which such securities are transferred at the direction of the Minister for Finance,

offers for sale to the public shares or debentures of the successor company.

(2) If the offer of shares or debentures is accompanied by a full prospectus in respect of which the conditions mentioned in subsection (3) are fulfilled (referred to in this section as the offer

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prospectus), any form of application for the shares or debentures may (instead of being issued with a full prospectus) be issued with a notice given by the Minister for Finance which includes —

- (a) a brief description of the shares or debentures offered, the terms of the offer, the nature of the successor company's business and its financial position;
- (b) an indication of the places in Singapore where copies of the offer prospectus are to be available to members of the public; and
- (c) a statement of the effect of subsection (4).

(3) The conditions referred to in subsection (2) are that —

- (a) a copy of the prospectus has been registered with the Registrar of Companies in pursuance of section 50 of the Companies Act (Cap. 50); and
- (b) arrangements have been made to ensure that on or before the date of receipt of the form of application by a member of the public, copies of the prospectus are generally available in Singapore to members of the public.

(4) Where a form of application is issued without a full prospectus but with a notice given by the Minister for Finance under subsection (2), then, for the purposes of any written law or any rule of law —

- (a) the notice shall be taken to have incorporated the offer prospectus; and
- (b) any application for the shares or debentures which is made in pursuance of the notice shall be taken to have been made in pursuance of that prospectus.

(5) Section 48 of the Companies Act shall not apply to any advertisement offering or calling attention to any offer or intended offer of shares or debentures of the successor company to the public for subscription or purchase if the advertisement is published or disseminated by or on behalf of any Minister.

(6) In this section, "full prospectus" means a prospectus which complies, or is deemed to comply, with the requirements of a prospectus under the Companies Act.

Application of Trustees Act in relation to investment in successor company

7.—(1) For the purpose of applying paragraph 1 (1) (b), (c) and (d) of Part IV of the First Schedule to the Trustees Act (Cap. 337) (which provide that securities of a company shall not count as authorised investments within the meaning of that Act unless the company has a shareholders equity of not less than \$30 million and has paid dividends in each of the 3 financial years, and has reported a profit in the financial year, immediately preceding that in which the investment is made) in relation to investment in securities of the successor company during the financial year in which the appointed day falls (referred to in this section as “the first investment year”) or during any financial year following that year, the company shall be deemed —

- (a) to have paid a dividend as mentioned in the said paragraph 1 (1) (b) in each financial year preceding the first investment year which is included in the relevant 3 years, and in the first investment year, if that year is included in the relevant 3 years and the company does not in fact pay such a dividend in that year;
- (b) to have had a shareholders equity of not less than \$30 million as mentioned in the said paragraph 1 (1) (c); and
- (c) to have reported a profit as mentioned in the said paragraph 1 (1) (d) in the financial year preceding the first investment year, if the company does not in fact report such a profit in that year.

(2) In subsection (1), “the relevant 3 years” means the 3 financial years immediately preceding the financial year in which the investment in question is made or proposed to be made.

Transfer of employees of Authority to successor company and successor Authority

8.—(1) As from the appointed day, such persons employed immediately before that day in the Authority as the Minister may determine shall be transferred to the service of the successor company or the successor Authority on terms no less favourable than those enjoyed by them immediately prior to their transfer.

(2) Until such time as terms and conditions of service are drawn up by the successor company or the successor Authority, the schemes

and terms and conditions of service in the Authority shall continue to apply to every person transferred to the service of the successor company or the successor Authority under subsection (1) as if he were still in the service of the Authority.

(3) The terms and conditions to be drawn up by the successor company or the successor Authority shall take into account the salaries and terms and conditions of service, including any accrued rights to leave, enjoyed by the persons transferred to the service of the successor company or the successor Authority under subsection (1) while in the employment of the Authority and any such term or condition relating to the length of service with the successor company or the successor Authority shall provide for the recognition of service under the Authority by the persons so transferred to be service by them under the successor company or the successor Authority.

(4) Nothing in the terms and conditions to be drawn up by the successor company or the successor Authority shall adversely affect the conditions that would have been applicable to persons transferred to the service of the successor company or the successor Authority as regards any pension, gratuity or allowance payable under the Pensions Act (Cap. 225) or the Port of Singapore Authority Act (Cap. 236) in force immediately before the appointed day, as the case may be.

(5) Notwithstanding the provisions of the Pensions Act and the Port of Singapore Authority Act in force immediately before the appointed day, no person who is transferred to the service of the successor company or the successor Authority under subsection (1) shall be entitled to claim any benefits under either Act on the ground that he has been retired from the service of the Authority on account of abolition or for the purpose of facilitating improvement in the organisation of the Authority or reorganisation of office in consequence of the incorporation of the successor company.

Pension, gratuity, etc., of transferred employees

9.—(1) The successor company or the successor Authority shall be liable to pay to every employee of the Authority who is transferred to the service of the successor company or the successor Authority under section 8 or his dependants on his retirement from service in

the successor company or the successor Authority or on his death while in such service, as the case may be, such gratuity, pension or allowance which would have been payable under the Port of Singapore Authority Act (Cap. 236) in force immediately before the appointed day and any rules or regulations made thereunder, if and as if the employees continued in the service of the Authority after the appointed day.

(2) Notwithstanding the repeal of the Port of Singapore Authority Act but subject to the provisions of this Act, the provisions of the Singapore Harbour Board Regulations governing the scale of gratuities payable to employees in receipt of daily or hourly rates of pay, the Harbour Board Superannuation Scheme Regulations, the Port of Singapore Authority (Pension Scheme) Rules and the Port of Singapore Authority (Dockyard Staff) (Pension) Order in force immediately before the appointed day shall —

- (a) continue in force as if the references therein to the Authority are references to the successor company or the successor Authority; and
- (b) continue to apply to the employees of the Authority transferred under section 8 in the like manner as those regulations and rules applied to the employees immediately before the appointed day.

Continuation and completion of disciplinary proceedings

10.—(1) Where on the appointed day any disciplinary proceedings were pending against any employee of the Authority transferred to the service of the successor company or the successor Authority under section 8, the proceedings shall be carried on and completed by the successor company or the successor Authority, as the case may be; but where on that day any matter was in the course of being heard or investigated or had been heard and investigated by a committee acting under due authority but no order or decision had been rendered thereon, the committee shall complete the hearing or investigation and make such order, ruling or direction as it could have been made or given under the authority vested in it before the appointed day.

(2) Any order, ruling or direction made or given by a committee under subsection (1) shall be treated as an order, a ruling or a direction of the successor company or the successor Authority and have the same force or effect as if it had been made or given by the

successor company or the successor Authority pursuant to the authority vested in the company or that Authority under this section.

Misconduct or neglect of duty by employee before transfer

11. The successor company or the successor Authority may reprimand, reduce in rank, retire, dismiss or punish in some other manner a person who had, whilst he was in the employment of the Authority, been guilty of any misconduct or neglect of duty which would have rendered him liable to be reprimanded, reduced in rank, retired, dismissed or punished in some other manner if he had continued to be in the employment of the Authority and if this Act had not been enacted.

Penalty to be served by employee

12. Where an employee of the Authority has been transferred to the service of the successor company or the successor Authority under section 8 and on the appointed day any penalty (other than dismissal) has been imposed on the employee pursuant to disciplinary proceedings against him and the penalty has not been, or remains to be, served by the employee, he shall, on his transfer to the service of the successor company or the successor Authority, serve or continue to serve such penalty to its full term as if it had been imposed by the successor company or the successor Authority and the penalty shall remain valid against the employee on his transfer and shall continue in full force and effect until he has served the penalty in full.

Existing agreements and pending proceedings

13.—(1) All deeds, bonds, agreements, instruments and working arrangements subsisting immediately before the appointed day affecting the portion of the property, rights and liabilities transferred to the successor company or the successor Authority under section 3 or affecting any employee of the Authority transferred to the service of the successor company or the successor Authority under section 8 shall continue in full force and effect on and after that day and shall be enforceable by or against the successor company or the successor Authority as if, instead of the Authority or any person acting on behalf of the Authority, the successor company or the successor Authority had been named therein or had been a party thereto.

(2) Any proceedings or cause of action relating to the property, rights and liabilities transferred to and vested in the successor

company or the successor Authority under section 3 (1) or to any employee of the Authority transferred to the service of the successor company or the successor Authority under section 8 pending or existing immediately before the appointed day by or against the Authority or any person acting on its behalf may be continued and shall be enforced by or against the successor company or the successor Authority.

Repeal and transitional provisions

14.—(1) The Port of Singapore Authority Act (Cap. 236) is repealed.

(2) Until such time when tariffs and rates are fixed by the successor company, any tariff or rate fixed under the repealed Port of Singapore Authority Act in respect of any provision of service or facility which is effective immediately before the appointed day shall have effect in relation to any provision of service or facility by the successor company.

Consequential amendments of other written laws

15.—(1) Section 3 (6) of the Foreshores Act (Cap. 113) is amended by deleting the words "Port of Singapore Authority" and substituting the words "Maritime and Port Authority of Singapore".

(2) Section 13 (1) of the Films Act (Cap. 107) is amended by deleting the words "Port of Singapore Authority godown" and substituting the words "godown of a provider of port services or facilities licensed or exempted under the Maritime and Port Authority of Singapore Act (Cap. 107A)".

(3) Section 25 (1) of the Regulation of Imports and Exports Act (Cap. 272A) is amended by deleting the words "the Port of Singapore Authority" and substituting the words "a provider of port services or facilities licensed or exempted under the Maritime and Port Authority of Singapore Act (Cap. 107A)".

(4) The Minister may, by order published in the *Gazette*, repeal or amend any written law which appears to him to be unnecessary having regard to the provisions of this Act or to be inconsistent with any provision of this Act.