實務影響：在新加坡開設及擁有銀行

Dr Alexander Ressos, TEP
Attorney-at-Law (Switzerland and Germany),
Solicitor (England & Wales and Hong Kong)
Of Counsel, KGP Legal LLC
alexander.ressos@kgplegal.com.sg
www.ressos.com.sg

選擇合適的牌照

1998年後的改革建立了外資銀行至今仍須依循的牌照架構。有意服務零售客戶的外資銀行，必須持有全面銀行牌照。自1999年起，這類新的准入一直透過合資格全面銀行（QFB）類別進行。新加坡金融管理局（MAS）期望對本地市場變得重要的銀行，把其零售業務在本地註冊成立。服務企業、機構及私人銀行客戶的銀行，通常只需要批發銀行牌照，因為其客戶不需要分行或新加坡元零售存款。例如，瑞士信貸（Credit Suisse）在2001年的第二階段獲授批發銀行特權。

擁有權管制

改革所訂立的5%、12%及20%門檻，至今仍規管在新加坡註冊成立的銀行的權益收購，現載於《1970年銀行法》第15A及15B條。[1]MAS從一開始便嚴格執行這些門檻。1999年，美國基金經理Brandes Investment Partners在未經事先批准的情況下，為其客戶購入星展銀行（DBS Bank）6.9%的股份。MAS拒絕

© 2026 Dr Alexander Ressos. General information only, not legal, tax or investment advice. No client relationship is created. All Singapore law advice is provided by a duly licensed and regulated firm of Singapore advocates and solicitors only on the basis of an express written letter of engagement. More information at SingaporeIQ.com and ressos.com.sg.

追溯批准，並指示該行的控股公司要求該基金經理在三個月內把持股減至5%以下，超額股份的投票權則被暫停。MAS宣佈，它不會考慮追溯批准超越5%、12%及20%的上限。[2]對持有上市銀行股份的基金及家族辦公室而言，這宗個案至今仍具參考價值。

外資銀行及投資者核對清單

- 確定擬經營的業務是否需要接觸新加坡元零售存款及設立分行（這需要全面銀行或合資格全面銀行牌照），抑或批發銀行牌照已經足夠。
- 預期一旦銀行在本地存款市場變得重要，MAS便會要求其零售業務在本地註冊成立。
- 監察所有基金及客戶帳戶在新加坡註冊成立的銀行及其控股公司中的合計持股，並在超越5%、12%或20%門檻前取得批准，因為MAS不會給予追溯批准。
- 在構建銀行集團時考慮金融與非金融業務分離的規定，包括准許的非金融業務以10%為上限，以及禁止物業發展。
- 為按影響及風險調校的監管作好準備；在這種監管下，董事會及高級管理層對控制負主要責任，而監管強度取決於機構的評級。
- 在為離岸實體安排新加坡元資金前，查核MAS《757號公告》下向非居民金融機構借出新加坡元的剩餘限制。

註釋

1. Banking Act 1970，第15A條，“Control of substantial shareholdings in banks incorporated in Singapore”（於2001年7月18日或之後成為主要股東須獲部長事先批准）；第15B條，“Control of shareholdings and voting power in banks incorporated in Singapore”（成為12%控制人、20%控制人或間接控制人須獲批准，定義見第15B(3)及(5)條）；第15D條，“Power to exempt and make further transitional provisions”；條文以lawplayer.com所

© 2026 Dr Alexander Ressos. General information only, not legal, tax or investment advice. No client relationship is created. All Singapore law advice is provided by a duly licensed and regulated firm of Singapore advocates and solicitors only on the basis of an express written letter of engagement. More information at SingaporeIQ.com and ressos.com.sg.

載者為準（2026年11月瀏覽），因Singapore Statutes Online拒絕自動存取。 ↩

2. MAS, “Press Statement on Brandes Investment Partners L.P.”，1999年10月16日，mas.gov.sg：BIP於1999年8月6日在未經事先批准的情況下持有星展銀行6.9%的股份，違反Banking Act第17條；拒絕追溯批准；根據MAS Act第28(3)條指示把持股減至5%以下，限期三個月；暫停投票權；MAS“will not consider applications for retrospective approvals to exceed the shareholding limits of 5%, 12% and 20%”。 ↩

Disclaimer

This article is provided for general information only. It is based on publicly available sources as at its date of publication. These sources have not been independently verified against licences, regulatory registers or the records of the entities concerned. It is not legal, tax, financial or investment advice. Nor is it a recommendation to invest in, transact with or use the services of any entity mentioned. Law and regulation change frequently, so the content may be incomplete or outdated. To the fullest extent permitted by law, Dr Alexander Ressos and the publisher of SingaporeIQ exclude all liability for loss or damage arising from the use of or reliance on this article. Readers should obtain advice on their specific circumstances before acting or refraining from action.

Names and trademarks of the entities discussed belong to their owners and are used for identification only. Their mention implies no endorsement, affiliation or allegation of wrongdoing. All Singapore law advice is provided by a duly licensed and regulated firm of Singapore advocates and solicitors only on the basis of an express written letter of engagement. Corrections and updates: contact@ressos.com.

© 2026 Dr Alexander Ressos. This article may be quoted with attribution to SingaporeIQ (SingaporeIQ.com). Reproduction in full and any commercial use require prior written consent. The Legal Terms at https://singaporeiq.com/legal-terms apply.

Author contact: Dr Alexander Ressos, TEP · contact@ressos.com