用于亚洲业务的新加坡控股公司

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私人有限公司（Pte. Ltd.）的第二种用途，是作为集团亚洲子公司的中间控股公司。在新加坡、香港、日本和澳大利亚开展业务的瑞士AG，可以通过一家新加坡控股公司持有这些子公司，并经由该公司收转股息、管理费和知识产权特许权使用费。其吸引力有四点。新加坡对居民公司支付的股息不征收预扣税。[1]如果支付地法域的名义税率至少为15%且该收入已在当地纳税，控股公司收取的境外股息可依第13(8)条获得豁免。[2]新加坡拥有九十多项协定构成的协定网络，可降低亚洲子公司股息和特许权使用费的预扣税。控股公司还可以作为区域管理团队的雇主，并为其工作准证提供担保。

限制在于实质要求和第10L条。收取股息的控股公司不需要很强的实质，因为股息不属于处置收益。出售子公司的控股公司则就境外资产实现处置收益，除非该公司在新加坡具有以员工、办公场所和支出衡量的足够经济实质，否则该收益须依第10L条课税。[3]纯股权控股实体适用的标准比运营实体宽松，但仍须证明其在新加坡管理和运营。董事会设在楚格的控股公司无法通过这一检验。

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作为母公司的瑞士AG随后从新加坡控股公司收取股息，无需缴纳新加坡预扣税；在瑞士，则可适用参股减免，将合格股息和资本利得的利润税降至普通税率的一小部分。[4]综合结果是，只要每个中间实体都具备其功能所需的实质，集团的亚洲利润便能以极少的损耗流入瑞士。第IV章将再次讨论使费用和特许权使用费流动经得起审查的转让定价文档。

注释

1. Income Tax Act 1947，第44A条（单层公司税制：居民公司支付的股息在股东手中免税，且不征收预扣税）。 ↩
2. Income Tax Act 1947，第13(8)条及第13(9)条（境外来源收入豁免的条件）；IRAS电子税务指南，“Tax Exemption for Foreign-Sourced Income”，现行版本。 ↩
3. Income Tax Act 1947，第10L(3)条和第10L(4)条（经济实质要求；纯股权控股实体须满足较低标准，即在新加坡管理和运营，并具备足够的人力资源和办公场所）。 ↩
4. DFTA，SR 642.11，第69条及第70条（对持股至少10%或市值至少100万瑞士法郎的参股适用参股减免；持有期满一年后资本利得亦可减免）。 ↩

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