Annual Return (Form NAR1)

Examples on how to complete Schedule 1 (Particulars of Member(s) of a Non-listed Company) and Schedule 2 (Particulars of Member(s) of a Listed Company) to Form NAR1

Example 1 - Transfer of Shares (for Schedule 1)

If the company's shares have been transferred since the date of the last annual return (or since incorporation if the company is filing its first annual return), please indicate the transfer in the box for "Remarks" (e.g. XXX shares were transferred from A to B on dd/mm/yyyy). If the shares have been transferred more than once, please indicate all the transfers. In the example below, 1,000 shares were transferred to Chan Tai Man from Wong Tai Man on 1 January 2023.

中文姓名/名稱 Name in Chinese		陳	大文		持有股份數目 No. of Shares Held	
英文姓名 Name in English	CH	AN	Ta	i Man		1,000
<u>或 OR</u> 英文名稱	姓氏	Surname	名字	Other Names	<u> </u>	股份是聯名持有 Shares are Jointly Held
Name in English						(如適用,請加 ४ 號 Please tick if applicable.)
	/ 樓 / 座等 oor/Block etc.	XXX XXX				
	大 廈 Building	xxx xxx				
街道/屋苑/ Street/Estate/L		xxx xxx				
	/郵遞區號等 ity/Province/ Postal Code etc.	xxx xxx				
C	國家/地區 ountry/Region	xxx xxx				
備註* Remarks*	1,000 sha	ares were tr	ransferred	from Wong	Tai Ma	an on 01/01/2023.

*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

Example 2 - Change in Particulars of Member (for Schedule 1)

If there have been any changes in the particulars of a member since the date of the last annual return (or since incorporation if the company is filing its first annual return), please indicate the changes in the box for "Remarks" (e.g. change of address, change of name etc.). In the example below, the name of XYZ Limited 一二三有限公司 was changed to ABC Limited 大大有限公司 with effect from 1 January 2023.

中文姓名/名稱 Name in Chinese	大大有限公司					持有股份數目 No. of Shares Held
英文姓名 Name in English						1,000
或 OR	姓氏	Surname	名字(Other Names		股份是聯名持有
英文名稱 Name in English		ABC L	imited			Shares are Jointly Held (如適用,請加 ✓ 號 Please tick if applicable.)
	Z / 樓 / 座 等 loor / Block etc.	XXX XXX				
	大 廈 Building	xxx xxx				
街道/屋苑/ Street/Estate/L		xxx xxx				
	/郵遞區號等 ity/Province/ Postal Code etc.	xxx xxx				
С	國家/地區 ountry/Region	xxx xxx				
備註* Remarks*	_	f company n 大大有限公司w		YZ Limited - /2023.	→ 二.Ξ	有限公司 to ABC

*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

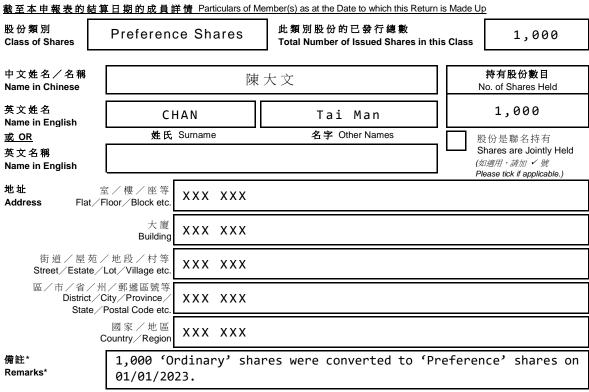
Example 3 – Death of Member (for Schedule 1)

If a member is deceased, please indicate the same in the box for "Remarks" (e.g. Deceased on dd/mm/yyyy, or Peter Chan the administrator of the estate of Chan Tai Man, etc.). In the example below, Chan Tai Man was deceased on 1 January 2020.

中文姓名/名稱 Name in Chinese		陳大文				持有股份數目 No. of Shares Held
英文姓名 Name in English	CH	IAN	1	ai Man		1,000
或 OR	姓氏	Surname	名	字 Other Names	[股份是聯名持有
英文名稱 Name in English						Shares are Jointly Held (知邇用,請加 ✓ 號 Please tick if applicable.)
	区/樓/座等 Floor/Block etc.	xxx xxx				
	大 廈 Building	xxx xxx				
街道/屋苑/ Street/Estate/		xxx xxx				
	/郵遞區號等 City/Province/ Postal Code etc.	xxx xxx				
C	國家/地區 Country/Region	xxx xxx				
備註* Remarks*	Deceased	on 01/01/20	20.			
	*例如聯名持有	股份、股份轉讓等	等的詳情。 F	or example, details of i	iointly l	neld shares, share transfer, etc.

Example 4 - Conversion of Shares (for Schedule 1)

If one class of shares has been converted into shares of another class since the date of the last annual return (or since incorporation if the company is filing its first annual return), please indicate the conversion in the box for "Remarks" (e.g. 'A' shares converted to 'B' shares on dd/mm/yyyy). In the example below, 1,000 shares were converted from 'Ordinary' shares into 'Preference' shares on 1 January 2023.



*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

Example 5 – Forfeiture of Shares (for Schedule 1)

If the shares issued to a member have been forfeited since the date of the last annual return (or since incorporation if the company is filing its first annual return), please indicate the forfeiture in the box for "Remarks" (e.g. shares forfeited on dd/mm/yyyy). In the example below, of the 1,000 shares previously held by Chan Tai Man, 200 shares were forfeited on 1 January 2023.

中文姓名/名稱 Name in Chinese		陳	1大文	持有股份數目 No. of Shares Held		
英文姓名 Name in English	CH	HAN	Tai	Man	800	
<u>或 OR</u> 英文名稱	姓氏	Surname	名字 C	ther Names	股份是聯名持有 Shares are Jointly Held	
央义石傳 Name in English					(如適用,請加 ✓ 號 Please tick if applicable.)	
	区/樓/座等 loor/Block etc.	xxx xxx				
	大 廈 Building	xxx xxx				
街道/屋苑/ Street/Estate/L		xxx xxx				
	/郵遞區號等 City/Province/ Postal Code etc.	xxx xxx				
C	國家/地區 Country/Region	xxx xxx				
備註* Remarks*	200 shar	es previous]	ly held were	forfeited on	01/01/2023.	

*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

Note: Regarding the situation in Example 5, a company must deliver Form NSC11 (Notice of Alteration of Share Capital) to the Registrar for registration pursuant to section 171 of the Companies Ordinance (Cap. 622) within one month after altering its share capital under section 170 of the Companies Ordinance (Cap. 622).

Example 6 – Where Shares are Jointly Held (for Schedule 1 and Schedule 2)

In case a share is / shares are jointly held by 2 or more persons, please :

- (i) report the full name and address of the joint shareholder whose name appears first in order in respect of such shares in the register of members and fill in the number of shares held with other joint shareholders, and in so far as Schedule 2 is concerned, also report on the percentage of issued shares held in the class:
- (ii) tick the relevant box to indicate that the shares are jointly held;
- (iii) report all the other joint shareholders' names in the "Remarks" box; and
- (iv) report the names and addresses of <u>all the other joint shareholders</u> in the subsequent boxes for reporting particulars of members and state "N/A" in the "No. of Shares Held" box, and in so far as Schedule 2 is concerned, also state "N/A" in the "Percentage of Issued Shares Held in this Class" box. The box to indicate that the shares are jointly held should be ticked if it is so and the names of all the other joint shareholders should be stated in the "Remarks" box.

In the example below, 1,000 shares are held by Chan Tai Man, Wong Siu Man and Lam Siu Wan *jointly*. Chan Tai Man is the joint shareholder whose name appears first in order in respect of the 1,000 shares in the register of members.

On the 1st Page of the Schedule

中文姓名/名稱 Name in Chinese		陳	大文		持有股份數目 No. of Shares Held
英文姓名 Name in English	CH	HAN	Tai Man		1,000
<u>或 OR</u> 英文名稱 Name in English	姓氏	Surname	名字 Other Nam	es	▼ 股份是聯名持有 Shares are Jointly Held (如邇用・請加 ✓ 號 Please tick if applicable.)
	区/樓/座等 Floor/Block etc.	xxx xxx			
	大 廈 Building	xxx xxx			
街道/屋苑/ Street/Estate/		XXX XXX			
	/郵遞區號等 City/Province/ Postal Code etc.	xxx xxx			
C	國家/地區 Country/Region	xxx xxx			
備註 Remarks*	The 1,00 Wan.	0 shares ar	e jointly held wit	h Wong S	iu Man and Lam Siu
中文姓名/名稱 Name in Chinese		王			持有股份數目 No. of Shares Held
英文姓名 Name in English	W(NG	Siu Man		N/A
<u>或 OR</u> 英文名稱 Name in English	姓氏	Surname	名字 Other Nam	es	₩ 股份是聯名持有 Shares are Jointly Held (如適用,請加 ✓ 號 Please tick if applicable.)
	区/樓/座等 Floor/Block etc.	xxx xxx			
	大 廈 Building	xxx xxx			
街道/屋苑/地段/ Estate/	/村等Street/ Lot/Village etc.	xxx xxx			
	/郵遞區號等 City/Province/ Postal Code etc.	xxx xxx			
C	國家/地區 Country/Region	XXX XXX			
備註 Remarks	The 1,00 Wan.	0 shares ar	e jointly held wit	ch Chan T	ai Man and Lam Siu

On the 2nd Page of the Schedule

中文姓名/名稱 Name in Chinese		木	木小 雲			持有股份數目 No. of Shares Held		
英文姓名 Name in English	L	AM		Siu Wan			N/A	
<u>或 OR</u> 英文名稱	姓氏	Surname	名	字 Other Names	5	✓	股份是聯名持有 Shares are Jointly Held	
Name in English							(如適用,請加 ✔ 號 Please tick if applicable.)	
	区/樓/座等 loor/Block etc.	xxx xxx						
	大 廈 Building	xxx xxx						
街道/屋苑/ Street/Estate/L		xxx xxx						
	/郵遞區號等 City/Province/ Postal Code etc.	XXX XXX						
C	國家/地區 country/Region	XXX XXX						
備註 Remarks	The 1,000	0 shares ar	e jointly	held with	Chan Ta	ni Ma	an and Wong Si	u

周年申報表 (表格 NAR1)

就如何填報表格 NAR1 附表一(非上市公司的成員詳情)及附表二(上市公司的成員詳情)的参考例子

例子一:股份轉讓 (適用於附表一)

如自上次周年申報表的結算日期起(若這是公司的首份周年申報表,則自公司成立日期起)公司的股份有轉讓,請在「備註」一欄中註明有關轉讓詳情(例如, 'A'於 XXXX 年 XX 月 XX 日轉讓 XXX 股給'B')。如有多於一次股份轉讓,請註明所有轉讓詳情。於以下例子,黃大文於 2023 年 1 月 1 日轉讓 1,000 股給陳大文。

中文姓名/名稱 Name in Chinese		陳	持有股份數目 No. of Shares Held		
英文姓名 Name in English	CI	HAN	Tai	Man	1,000
<u>或 OR</u>	姓氏	Surname	名字 Oth	er Names	股份是聯名持有
英文名稱 Name in English					Shares are Jointly Held (如適用,請加 ✓ 號 Please tick if applicable.)
	区/樓/座等 loor/Block etc.	xxx xxx			
	大 廈 Building	xxx xxx			
街道/屋苑/ Street/Estate/L		xxx xxx			
	/郵遞區號等 city / Province / Postal Code etc.	xxx xxx			
С	國家/地區 country/Region	xxx xxx	_		
備註* Remarks*	黄大文於		. 月 1 日轉讓	1,000 股給	陳 大 文 。

*例如聯名持有股份、股份轉讓等的詳情。 For example, details of jointly held shares, share transfer, etc.

例子二:成員的詳情更改 (適用於附表一)

如自上次周年申報表的結算日期起(若這是公司的首份周年申報表,則自公司成立日期起),成員的詳情有任何更改(例如,更改地址,更改姓名/名稱等),請在「備註」一欄中註明有關更改。於以下例子,XYZ Limited 一二三有限公司於 2023年 1 月 1 日更改公司名稱為 ABC Limited 大大有限公司。

中文姓名/名稱 Name in Chinese		大大有限公司	持有股份數目 No. of Shares Held
英文姓名 Name in English			1,000
或 OR	姓氏	Surname 名字 Other Names	股份是聯名持有
英文名稱 Name in English		ABC Limited	Shares are Jointly Held (如適用,請加 ✓ 號 Please tick if applicable.)
	Z/樓/座等 loor/Block etc.	XXX XXX	
	大 廈 Building	XXX XXX	
街道/屋苑/ Street/Estate/L		XXX XXX	
	/郵遞區號等 ity/Province/ Postal Code etc.	XXX XXX	
С	國家/地區 ountry/Region	XXX XXX	
備註* Remarks*		由 2023 年 1 月 1 日起由 XYZ Lim 為 ABC Limited 大大有限公司。	ited 一二三有限

*例如聯名持有股份、股份轉讓等的詳情。 For example, details of jointly held shares, share transfer, etc.

例子三:成員去世 (適用於附表一)

如成員已去世,請在「備註」一欄中註明有關資料(例如:在 XXXX 年 XX 月 XX 日去世,或陳比得是陳大文的遺產管理人等)。於以下例子,陳大文在 2020 年 1 月 1 日去世。

中文姓名/名稱 Name in Chinese	陳大文				持有股份數目 No. of Shares Held	
英文姓名 Name in English	CI	HAN		Tai Man		1,000
<u>或 OR</u> 英文名稱 Name in English	姓氏	Surname	名字 Other Nam			股份是聯名持有 Shares are Jointly Held (如適用,請加 < 號 Please tick if applicable.)
	区/樓/座等 loor/Block etc.	XXX XXX				
	大 廈 Building	xxx xxx				
街道/屋苑/ Street/Estate/L		xxx xxx				
	/郵遞區號等 lity/Province/ Postal Code etc.	xxx xxx				
С	國家/地區 country/Region	XXX XXX				
備註* Remarks*	在 2020	年 1 月 1 日	去世。			

^{*}例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

例子四:股份轉換 (適用於附表一)

如自上次周年申報表的結算日期起(若這是公司的首份周年申報表,則自公司成立日期起),某一類別股份轉換為另一類別股份,請在「備註」一欄中註明有關轉換(例如: 'A'股於 XXXX年 XX月 XX日轉換為'B'股)。於以下例子,1,000股「普通股」於2023年1月1日轉換為「優先股」。

截至本申報表的結算	[日期的成員]	羊情 Particulars of M	Member(s) as at the Date to which this Return is	s Made Ur	<u>p</u>
股份類別 Class of Shares	優 5	た 股	此類別股份的已發行總數 Total Number of Issued Shares in this	s Class	1,000
中文姓名/名稱 Name in Chinese		陳	1大文		持有股份數目 lo. of Shares Held
英文姓名 Name in English	CH	1 A N	Tai Man		1,000
或 OR	姓氏	Surname	名字 Other Names	彤	2份是聯名持有
英文名稱 Name in English				」 S	shares are Jointly Held 紅適用,請加 ✓ 號 lease tick if applicable.)
	区/樓/座等 loor/Block etc.	XXX XXX			
	大 廈 Building	XXX XXX			
街道/屋苑/ Street/Estate/L		xxx xxx			
	/郵遞區號等 City/Province/ Postal Code etc.	xxx xxx			
C	國家/地區 country/Region	xxx xxx			
備註* Remarks*	1,000股	「普通股」	於 2023 年 1 月 1 日轉換	為「優	

^{*}例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

例子五:沒收股份 (適用於附表一)

如自上次周年申報表的結算日期起(若這是公司的首份周年申報表,則自公司成立日期起),已發行予某成員的股份被公司沒收,請在「備註」一欄中註明有關沒收(例如:股份於 XXXX 年 XX 月 XX 日被沒收)。於以下例子,陳大文之前持有的 1,000 股當中,其中 200 股於 2023 年 1 月 1 日被沒收。

中文姓名/名稱 Name in Chinese	陳大文					持有股份數目 No. of Shares Held
英文姓名 Name in English	CI	HAN	Т	ai Man		800
<u>或 OR</u> 英文名稱 Name in English	姓氏	姓氏 Surname		名字 Other Names		股份是聯名持有 Shares are Jointly Held (如邁用,讓加 ✓ 號 Please tick if applicable.)
	区/樓/座等 loor/Block etc.	XXX XXX				гтеаsе иок II аррисалів.)
	大 廈 Building	XXX XXX				
街道/屋苑/ Street/Estate/L		XXX XXX				
	/郵遞區號等 City/Province/ Postal Code etc.	xxx xxx				
С	國家/地區 country/Region	XXX XXX				
備註* Remarks*	之前持有	f的 200 股於	₹ 2023 年	1 月1日被沒	收。	

*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

註:有關例子五情況,若公司根據《公司條例》(第 622 章)第 170 條更改其股本,公司須在更改其股本後的一個月內,根據《公司條例》(第 622 章) 第 171 條,將表格 NSC11(更改股本通知書)交付處長登記。

例子六:股份是聯名持有 (適用於附表一及附表二)

如果股份是由2名或多於2名人士聯名持有,請:

- (i) 先填報<u>載於成員登記冊上就該些股份排名最先的聯名持有人士</u>的姓名/名稱及地址,並填上與其他人士聯名持有的股份的數目,如填寫附表二,請同時填報其佔該類別已發行股份的百分比;
- (ii) 在相關空格內加上 ✓ 號,以顯示該些股份為聯名持有;
- (iii) 在「備註」一欄內填寫所有其他聯名持有該些股份人士的姓名/名稱;及
- (iv) 在接著於用以填報成員詳情的相關空格內,填報所有其他聯名持有人士的姓名/名稱及地址及在「持有股份數目」空格內填上「不適用」,如填寫附表二,請同時在「佔此類別已發行股份的百分比」空格內填上「不適用」。相關的空格內亦應加上
 ✓號,以顯示該些股份是聯名持有,並在「備註」一欄內填寫所有其他聯名持有該些股份人士的姓名/名稱。

於以下例子,陳大文,王小文及林小雲*雕名*持有1,000股。在成員登記冊上,陳大文是就該1,000股排名最先的聯名持有人士。

在附表第一頁

中文姓名/名稱 Name in Chinese		陳	大文		持有股份數目 No. of Shares Held
英文姓名 Name in English		IAN	Tai Man		1,000
<u>或 OR</u> 英文名稱 Name in English	姓氏	Surname	名字 Other Names] ~	股份是聯名持有 Shares are Jointly Held (如適用,請加
	区/樓/座等 loor/Block etc.	xxx xxx			
	大 廈 Building	xxx xxx			
街道/屋苑/ Street/Estate/L		xxx xxx			
	/郵遞區號等 lity/Province/ Postal Code etc.	xxx xxx			
C	國家/地區 country/Region	XXX XXX			
備註 Remarks	該 1,00	2 股與王小	文及林小雲聯名持有。		
	*例如聯名持有	T股份、股份轉讓	等的詳情。For example, details of joil	ntly held	l shares, share transfer, etc.
中文姓名/名稱 Name in Chinese		王	小文		持有股份數目 No. of Shares Held
英文姓名 Name in English	WC	ONG Siu Man			不適用
<u>或 OR</u> 英文名稱 Name in English	姓氏	Surname	名字 Other Names		股份是聯名持有 Shares are Jointly Held (如適用,請加 / 號 Please tick if applicable.)
	区/樓/座等 loor/Block etc.	xxx xxx			
	大 廈 Building	xxx xxx			
街道/屋苑/ Street/Estate/L	_ot / Village etc.	xxx xxx			
	/郵遞區號等 lity/Province/ Postal Code etc.	xxx xxx			
С	國家/地區 ountry/Region	xxx xxx			
備註 Remarks	該 1,00	2 股與王小	文及林小雲聯名持有。		

在附表第二頁

中文姓名/名稱 Name in Chinese							持有股份數目 No. of Shares Held
英文姓名 Name in English	LAM			Siu Wan			不適用
<u>或 OR</u> 英文名稱 Name in English	姓氏	Surname		名字 Other	Names	√	股份是聯名持有 Shares are Jointly Held (如適用,請加 ✓ 號 Please tick if applicable.)
	Z/樓/座等 loor/Block etc.	XXX XXX					
	XXX XXX						
街道/屋苑/ Street/Estate/L	XXX XXX						
區/市/省/州/郵遞區號等 District/City/Province/ State/Postal Code etc.		XXX XXX					
C	國家/地區 ountry/Region	XXX XXX					
備註* Remarks*	該 1,000	2 股與陳	文文及	王小文聯	名持有。		