



## A Company's Obligations after Registration

### Your Obligations

- Every company registered under the Companies Ordinance is required to file statutory returns (e.g. annual returns, notifications of change of address of registered office, directors and secretaries and their particulars etc.) with the Registrar of Companies within the time periods prescribed in the Ordinance. **It is the responsibilities of a company and its officers to ensure compliance with statutory obligations.** You can view the full text of the Companies Ordinance at [www.legislation.gov.hk](http://www.legislation.gov.hk). For more information on your obligations, you can also visit the "Compliance" section of the Registry's website at [www.cr.gov.hk](http://www.cr.gov.hk). Specified forms, information pamphlets, guidelines and frequently asked questions etc. are available for download.
- You are advised to conduct free document index searches from time to time at our Cyber Search Centre at [www.icris.cr.gov.hk](http://www.icris.cr.gov.hk) and, if required, conduct searches on your company's particulars on payment of search fees to ascertain whether the company's public record is up-to-date and accurate.
- All company directors are advised to read "**A Guide on Directors' Duties**" ("the Guide") published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should give copies of the Guide to their directors for information and reference. The Guide can be downloaded at the "Publications and Press Releases" section of our website.

### Filing of Annual Returns

- Every company is required to file with the Registrar of Companies, once in every year, a duly completed and signed annual return in specified form **within the prescribed time period together with an annual registration fee** –
  - for **local private companies having a share capital**, within **42 days** after the anniversary of the date of incorporation
  - for **other local companies**, within **42 days** after the date of the annual general meeting ("AGM") for the year or the date of the written resolution passed in lieu of the AGM, together with certified true copies of the company's balance sheet, the auditor's report and directors' report
  - for **non-Hong Kong companies**, within **42 days** after the anniversary of the date of registration of the company in Hong Kong together with certified copies of the company's latest published accounts where applicable.

**Note: Business registration and its renewal are statutory requirements under the Business Registration Ordinance administered by the Business Registration Office of the Inland Revenue Department. You are still required under the Companies Ordinance to file your annual return with us together with an annual registration fee even if you have already renewed your business registration.**

### Consequences of Not Filing Annual Returns On Time

- A **substantially higher registration fee** is payable for late filing.
- The company and its officers (director, secretary, manager and authorized representative) are liable to **prosecution and, if convicted, default fines.**

### Annual Return e-Alert Service

- You can subscribe to our free "**Annual Return e-Alert**" service to receive an annual email alert on your specified date to arrange for filing annual return with the Registry. Simply register online at [www.cr.gov.hk](http://www.cr.gov.hk).

### E-News Subscription Service

- You can register online for our free "**e-News Subscription**" service under "What's New" > "Companies Registry News Subscription" section of our website to receive updates on our services, new initiatives and legislative changes to the Companies Ordinance.