



公司註冊處  
Companies Registry

更改股份所附帶的權利通知書  
Notice of Variation of Rights  
Attached to Shares

表格  
Form **NSC15**

商業登記號碼  
Business Registration Number

註 Note

1 公司名稱 Company Name

2 某類別股份所附帶的權利的更改 Variation of the Rights Attached to Shares in a Class

A. 批准該項更改 Authorization of the Variation

請在適用的空格內加上 ✓ 號 Please tick the relevant box

批准該項更改的決議或其他文件的文本已根據《公司條例》(第 622 章)的另一條文交付公司註冊處處長登記。

A copy of the resolution or other document which authorized the variation has been delivered to the Registrar of Companies for registration under another provision of the Companies Ordinance (Cap. 622).

隨本表格一併交付批准該項更改的決議的文本。

A copy of the resolution which authorized the variation is delivered with this form.

隨本表格一併交付批准該項更改的其他文件的文本。

A copy of other document which authorized the variation is delivered with this form.

請說明 Please specify \_\_\_\_\_

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B. 更改的生效日期

Date on which the Variation Takes Effect

<input type="text"/>	<input type="text"/>	<input type="text"/>
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日 DD

月 MM

年 YYYY

C. 更改的詳情 Details of Variation (如空位不足，請用續頁 A 填報 Use Continuation Sheet A if the space is insufficient)

股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	附帶的權利的詳情 (包括表決權；在分派股息時參與該項分派的權利； 在分派股本時參與該項分派的權利；該類別股份是否屬可贖回股份) Particulars of Rights Attached (Including voting rights; rights to participate in a distribution as respects dividends; rights to participate in a distribution as respects capital; whether the shares are redeemable)

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提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

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**3 股本說明 (以緊接該項更改生效之後當時的狀況為準)**

**Statement of Capital (As at the Time Immediately After the Variation Takes Effect)**

**A. 股本 Share Capital** (如空位不足, 請用續頁 B 填報 Use Continuation Sheet B if the space is insufficient)

股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	已發行股份 Issued Shares			
		總數 Total Number	總款額 Total Amount (a)	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up (b)	未繳或視作 未繳的總款額 Total Amount Unpaid or Regarded as Unpaid (a) - (b)

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**B. 股份所附帶的權利的詳情 Particulars of Rights Attached to Shares**

只適用於發行超過一類股份的公司 Only applicable to company issuing more than 1 class of shares

(如空位不足, 請用續頁 C 填報 Use Continuation Sheet C if the space is insufficient)

股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	附帶的權利的詳情 (包括表決權; 在分派股息時參與該項分派的權利; 在分派股本時參與該項分派的權利; 該類別股份是否屬可贖回股份) Particulars of Rights Attached (Including voting rights; rights to participate in a distribution as respects dividends; rights to participate in a distribution as respects capital; whether the shares are redeemable)

本通知書包括下列續頁 This Notice includes the following Continuation Sheet(s)

續頁 Continuation Sheet(s)	A	B	C
頁數 Number of pages			

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簽署 Signed :

姓名 Name : \_\_\_\_\_ 日期 Date : \_\_\_\_\_  
 董事 Director / 公司秘書 Company Secretary \* 日 DD / 月 MM / 年 YYYY

\*請刪去不適用者 Delete whichever does not apply

**更改的詳情 (第 2C 項)**

**Details of Variation (Section 2C)**

<p>股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)</p>	<p>附帶的權利的詳情 (包括表決權；在分派股息時參與該項分派的權利； 在分派股本時參與該項分派的權利；該類別股份是否屬可贖回股份) Particulars of Rights Attached (Including voting rights; rights to participate in a distribution as respects dividends; rights to participate in a distribution as respects capital; whether the shares are redeemable)</p>

股本說明 (以緊接該項更改生效之後當時的狀況為準)

**Statement of Capital (As at the Time Immediately After the Variation Takes Effect)**

股本 (第 3A 項)

**Share Capital (Section 3A)**

股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	已發行股份 Issued Shares			
		總數 Total Number	總款額 Total Amount (a)	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up (b)	未繳或視作 未繳的總款額 Total Amount Unpaid or Regarded as Unpaid (a) - (b)

股本說明 (以緊接該項更改生效之後當時的狀況為準)

**Statement of Capital (As at the Time Immediately After the Variation Takes Effect)**

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股份所附帶的權利的詳情 (第 3B 項)

**Particulars of Rights Attached to Shares (Section 3B)**

<p>股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)</p>	<p>附帶的權利的詳情 (包括表決權；在分派股息時參與該項分派的權利； 在分派股本時參與該項分派的權利；該類別股份是否屬可贖回股份) Particulars of Rights Attached (Including voting rights; rights to participate in a distribution as respects dividends; rights to participate in a distribution as respects capital; whether the shares are redeemable)</p>

《公司條例》(第 622 章)  
第 184(1) 條規定交付的

更改股份所附帶的權利通知書

填表須知 — 表格 NSC15

附註

引言

1. 有股本的公司如某類別股份的股份所附帶的權利被更改，該公司須在該項更改的生效日期後的 1 個月內，將更改的通知以本表格交付公司註冊處處長(「處長」)登記。除非批准該項更改的決議或其他文件的文本，已根據《公司條例》的另一條文交付處長，否則本表格必須連同批准該項更改的決議或其他文件的文本一併交付。
2. 如權利是在有關類別股份的持有人按照《公司條例》第 180(4A)條給予的同意下更改—
  - (A) 如有關同意屬《公司條例》第 180(4A)條訂明的全體同意，該項更改在該全體同意的日期或在該全體同意內指明的較後日期生效。
  - (B) 如有關同意不屬《公司條例》第 180(4A)條訂明的全體同意—
    - (a) 如沒有人根據《公司條例》第 182 條向原訟法庭提出否決該項更改的申請，該項更改在更改作出日期後的 28 日期間結束時生效；或
    - (b) 如有人根據《公司條例》第 182 條向原訟法庭提出否決該項更改的申請，該項更改—
      - (i) 在該項申請被撤回或獲終局裁定之時生效；或
      - (ii) (如有多於一項申請)在該等申請中最後的一項申請被撤回或獲終局裁定之時生效。
3. 請劃一以中文或英文申報各項所需資料。如以中文申報，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
4. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格不會視作曾為遵從《公司條例》中有關條文的規定而交付處長。

簽署

6. 本表格必須由一名董事或公司秘書簽署。公司註冊處不接納未簽妥的表格。

商業登記號碼

7. 請填報由稅務局轄下的商業登記署所發出的商業登記號碼(即商業登記證號碼的首 8 位數字)，「-」後的數字無須填寫。於 2023 年 12 月 27 日或之後成立的公司，商業登記號碼亦已用作公司註冊處所發出的「公司註冊證明書」上的編號。

股份所附帶的權利的詳情 (第 3B 項)

8. 如公司的股本分為不同類別的股份，請就每一類別的股份述明該類別股份—
  - (a) 所附帶的表決權的詳情，包括只在某些情況下產生的權利；
  - (b) 所附帶的、在分派股息時參與該項分派的權利的詳情；
  - (c) 所附帶的、在分派股本時(包括在進行清盤時)參與該項分派的權利的詳情；及
  - (d) 是否屬可贖回股份。

## **NOTICE OF VARIATION OF RIGHTS ATTACHED TO SHARES**

**For the purposes of section 184(1) of Companies Ordinance (Cap. 622)**

### **Notes for Completion of Form NSC15**

#### **Introduction**

1. Where a company having a share capital varies the rights attached to shares in a class, the company must within 1 month after the date on which the variation takes effect deliver to the Registrar of Companies (the Registrar) for registration a notice in this form giving details of the variation, together with a copy of the resolution or other document that authorized the variation if that has not been delivered to the Registrar under another provision of the Companies Ordinance.
2. For rights varied with the consent of holders of shares in the class given in accordance with section 180 of the Companies Ordinance, the variation takes effect –
  - (A) if the consent is full consent pursuant to section 180(4A) of the Companies Ordinance, on the date of the full consent or such later date as may be specified in the full consent; or
  - (B) if the consent is not full consent pursuant to section 180(4A) of the Companies Ordinance –
    - (a) if no application to Court is made under section 182 of the Companies Ordinance for the variation to be disallowed, at the end of the period of 28 days after the date on which the variation is made; or
    - (b) if an application to Court is made under section 182 of the Companies Ordinance for the variation to be disallowed –
      - (i) at the time when the application is withdrawn or finally determined; or
      - (ii) (if there is more than one application) at the time when the last of the applications is withdrawn or finally determined.
3. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
4. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
5. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

#### **Signature**

6. This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

#### **Business Registration Number**

7. Please provide the business registration number (i.e. the first 8 digits of the Business Registration Certificate number) issued by the Business Registration Office of the Inland Revenue Department. The numbers after [-] are not required. For companies incorporated on or after 27 December 2023, the business registration number is also adopted as the "No. " on the "Certificate of Incorporation" issued by the Companies Registry.

#### **Particulars of Rights Attached to Shares (Section 3B)**

8. If the share capital of the company is divided into different classes of shares, please state for each class of shares —
  - (a) the particulars of any voting rights attached to shares in that class, including rights that arise only in certain circumstances;
  - (b) the particulars of any rights attached to shares in that class, as respects dividends, to participate in a distribution;
  - (c) the particulars of any rights attached to shares in that class, as respects capital, to participate in a distribution (including on a winding up); and
  - (d) whether or not shares in that class are redeemable shares.