



公司註冊處
Companies Registry

免任核數師通知書
Notice of Removal of Auditor

表格
Form **NA1**

公司編號 Company Number

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註 Note

1 公司名稱 Company Name

--

2 被免任核數師的資料 Particulars of Auditor being Removed

姓名／名稱 Name

--

地址 Address

--

3 免任上述核數師的決議日期
Date of Resolution Removing
the above Auditor

日 DD	月 MM	年 YYYY

4 免任日期
Date of Removal

日 DD	月 MM	年 YYYY

6 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

3 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

電話 Tel: 傳真 Fax:
電郵 Email:
權號 Reference:

**《公司條例》(香港法例第 622 章)
第 419(4) 條規定交付的**

免任核數師通知書

填表須知 — 表格 NA1

附註

引言

1. 儘管公司與其核數師之間有任何協議，或公司的章程細則有任何規定，公司仍可藉在成員大會上通過普通決議，免除該核數師的職位。如免任的普通決議獲通過，公司須在自通過該決議的日期起計的15日內，以本表格將述明該事實的通知，交付公司註冊處處長(「處長」)登記。
2. 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。
3. 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。
4. 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

5. 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。

NOTICE OF REMOVAL OF AUDITOR

For the purposes of section 419(4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NA1

Introduction

1. A company may by an ordinary resolution passed at a general meeting remove a person from the office of auditor despite any agreement between the company and the person or anything in the company's articles of association. If an ordinary resolution for the removal is passed, the company must deliver a notice in this form of that fact to the Registrar of Companies (the Registrar) for registration within 15 days beginning on the date on which it is passed.
2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

5. 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.



公司註冊處
Companies Registry

核數師辭職通知書

Notification of Resignation of Auditor

表格
Form **NA2**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 上述公司已收到核數師根據《公司條例》第 417(1)條發出的書面通知，辭去核數師職位。該通知並附有根據《公司條例》第 424 條有關辭任核數師規定須給予上述公司的陳述。

This company has received from the auditor a notice of resignation in writing that is given in accordance with section 417(1) of the Companies Ordinance. The notice is accompanied by a statement required to be given by the resigning auditor to the company under section 424 of the Companies Ordinance.

A. 公司收到核數師辭職通知的日期
Date of Receipt of Notice of Resignation

<input type="text"/>	<input type="text"/>	<input type="text"/>
日 DD	月 MM	年 YYYY

B. 辭任核數師的資料 Particulars of Resigning Auditor

姓名／名稱 Name

地址 Address

辭任的生效日期
Effective Date of Resignation

<input type="text"/>	<input type="text"/>	<input type="text"/>
日 DD	月 MM	年 YYYY

5

簽署 Signed :

姓名 Name : _____ 日期 Date : _____
董事 Director / 公司秘書 Company Secretary *

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

3

提交人資料 Presenter's Reference

姓名 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

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**(公司條例) (香港法例第 622 章)
第 417(3) 條規定交付的**

核數師辭職通知書

填表須知 — 表格 NA2

附註

引言

1. 任何人可藉向公司發出書面通知，辭去核數師職位，該通知須隨附《公司條例》第 424 條規定須給予的陳述。公司須在自收到辭職通知的日期起計的 15 日內，以本表格將述明該事實的通知，交付公司註冊處處長(「處長」)登記。
2. 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。
3. 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。
4. 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

5. 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。

NOTIFICATION OF RESIGNATION OF AUDITOR

For the purposes of section 417(3) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NA2

Introduction

1. A person may resign from the office of auditor of a company by giving the company a notice in writing that is accompanied by a statement of circumstances required under section 424 of the Companies Ordinance. Within 15 days beginning on the date on which a company receives a notice of resignation, the company must deliver a notification in this form of that fact to the Registrar of Companies (the Registrar) for registration.
2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

5. 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.



公司註冊處
Companies Registry

公司章程細則修改通知書
(公司的宗旨及原有公司對某些章程細則的修改除外)

Notice of Alteration of Company's Articles
(Other than Alteration of Company's Objects
and Certain Articles by Existing Company)

表格
Form **NAA1**

公司編號 Company Number

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註 Note

1 公司名稱 Company Name

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2 章程細則的修改 Alteration of Articles

A. 修改通知 Notice of Alteration

上述公司已藉以下方式修改其章程細則—
This company has altered its articles by —

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

特別決議或普通決議

Special resolution or ordinary resolution

(隨本表格一併交付經修改的章程細則的經核證文本)

(A certified copy of the company's articles as altered is delivered with this form)

原訟法庭命令

An order of the Court

(隨本表格一併交付有關的原訟法庭命令的正式文本，及經該命令修改的章程細則的文本)
(An office copy of the order and a copy of the articles as altered by the order are delivered with this form)

B. 修改的生效日期

Date on which the Alteration Takes Effect

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日 DD

月 MM

年 YYYY

3 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

4 提交人資料 Presenter's Reference

姓名 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

權號 Reference:

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**《公司條例》(香港法例第 622 章)
第 88 及 96 條規定交付的**

**公司章程細則修改通知書
(公司的宗旨及原有公司對某些章程細則的修改除外)**

填表須知 — 表格 NAA1

附註

引言

1. 公司在符合《公司條例》第 88 條的規定下，可修改其章程細則。在修改的生效日期後的 15 日內，公司須將關於該項修改的通知，以本表格交付公司註冊處處長(「處長」)登記。
2. 如公司的章程細則的任何條文或公司的章程細則的任何條文的效力，被原訟法庭命令修改，該公司亦須在該項修改生效的日期後的 15 日內，將關於該項修改的通知，以本表格交付處長登記。
3. 如以中文申報本表格內的資料，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，則該表格不會視作會為遵從《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。

章程細則的修改 (第 2 項)

7. (a) 公司在交付本表格時，須連同該公司經修改的章程細則的文本一併交付，該文本須由該公司的一名高級人員核證為正確。
(b) 如公司的章程細則被原訟法庭命令修改，公司在交付本表格時，須隨附有關命令的正式文本，及經該命令修改的章程細則的文本。如有關公司已根據《公司條例》的另一條文將有關命令的正式文本交付處長，則無須再次交付有關命令。

NOTICE OF ALTERATION OF COMPANY'S ARTICLES
(Other than alteration of company's objects and certain articles by existing company)

For the purposes of sections 88 and 96 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA1

Introduction

1. Subject to section 88 of the Companies Ordinance, a company may alter its articles of association. The company must deliver to the Registrar of Companies (the Registrar) for registration a notice of the alteration in this form within 15 days after the date on which the alteration takes effect.
2. If any provision of a company's articles, or the effect of any provision of a company's articles, is altered by an order of the Court, the company must, within 15 days after the date on which the alteration takes effect, deliver to the Registrar for registration a notice of the alteration in this form.
3. 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.

Alteration of Articles (Section 2)

7. (a) This form should be delivered with a copy of the company's articles as altered which is certified by an officer of the company as correct.
(b) If the company's articles are altered by an order of the Court, this form must be accompanied by an office copy of the order and a copy of the articles as altered by the order. If the company has already delivered an office copy of the order to the Registrar under another provision of the Companies Ordinance, the company does not need to deliver an office copy of the order again.



公司註冊處
Companies Registry

公司宗旨修改通知書 Notice of Alteration of Company's Objects

表格
Form **NAA2**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 宗旨的修改 Alteration of Objects

A. 修改通知 Notice of Alteration

上述公司已通過特別決議修改其宗旨，並隨本表格一併交付經修改的公司章程細則的經核證文本。
This company has passed a special resolution altering its objects, and delivered with this form a certified copy of the company's articles as altered.

決議通過日期 Date of Passing the Resolution

日 DD	月 MM	年 YYYY
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B. 向法庭提出取消修改的申請 Application to Court for Cancellation of Alteration

適用於私人公司 (包括在《前身條例》下屬私人公司的擔保有限公司)

Applicable to a private company (including a company limited by guarantee which was a private company under the predecessor Ordinance)

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

在有關特別決議通過的日期後的 28 日內，無人向原訟法庭提出取消該項修改的申請。
No application is made to the Court to cancel the alteration within 28 days after the date of passing the relevant special resolution.

有人已向原訟法庭提出取消該項修改的申請，但有關修改卻獲得原訟法庭確認。現隨本表格一併交付原訟法庭確認該項修改的命令的正式文本。
An application is made to the Court to cancel the alteration but the alteration has been confirmed by the Court. An office copy of the order confirming the alteration is delivered with this form.

法庭命令的日期 Date of Court Order

日 DD	月 MM	年 YYYY
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7 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

5 提交人資料 Presentor's Reference

姓名 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

**《公司條例》(香港法例第 622 章)
第 89 條規定交付的**

公司宗旨修改通知書

填表須知 — 表格 NAA2

附註

引言

1. 根據《公司條例》第89條，公司可藉—
 - (a) 放棄或限制任何宗旨；或
 - (b) 採納本可在—
 - (i) (如屬根據《公司條例》組成及註冊的公司)有關章程細則註冊時，合法地載於該公司的章程細則內的任何新宗旨；或
 - (ii) (如屬根據《舊有公司條例》組成及註冊的公司)有關組織章程大綱註冊時，合法地載於該公司的組織章程大綱內的任何新宗旨，修改有關宗旨，而該項修改須藉特別決議作出，該決議的通知須已向該公司的所有成員發出。
2. 如私人公司(包括在《前身條例》第2(1)條所界定屬私人公司的擔保有限公司)(「私人公司」)通過特別決議修改其宗旨—
 - (a) 在無人於有關特別決議通過的日期後的28日內(「申請的限期」)向原訟法庭提出要求取消該項修改的申請的情況下，該公司須在提出該申請的限期屆滿後的15日內，將關於該項修改的通知，以本表格交付公司註冊處處長(「處長」)登記；或
 - (b) 如有人於申請的限期內向原訟法庭提出要求取消該項修改的申請，原訟法庭可取消或確認有關修改。如原訟法庭確認有關修改，該公司須在原訟法庭命令的日期後的15日內(或如獲准延長限期，則在經延長的限期內)，將關於該項修改的通知，以本表格交付處長登記。
3. 如公眾公司或擔保有限公司通過特別決議修改其宗旨，該公司須在該決議通過的日期後的15日內，將關於該項修改的通知，以本表格交付處長登記。
4. 如以中文申報本表格內的資料，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。
5. 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。
6. 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，則該表格不會視作會為遵從《公司條例》中有關條文的規定而交付處長。

簽署

7. 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。

宗旨的修改 (第 2 項)

8.
 - (a) 公司在交付本表格時，須連同該公司經修改的章程細則的文本一併交付，該文本須由該公司的一名高級人員核證為正確。
 - (b) 如私人公司獲原訟法庭確認有關修改，原訟法庭命令的正式文本亦須一併交付。

NOTICE OF ALTERATION OF COMPANY'S OBJECTS

For the purposes of section 89 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA2

Introduction

1. Under section 89 of the Companies Ordinance, a company may, by special resolution of which notice has been given to all members of the company, alter the objects as stated in the company's articles by—
 - (a) abandoning or restricting any of the objects; or
 - (b) adopting any new object that could lawfully have been contained—
 - (i) in the company's articles when the articles were registered in the case of a company formed and registered under the Companies Ordinance; or
 - (ii) in the company's memorandum of association when the memorandum was registered in the case of a company formed and registered under a former Companies Ordinance.
2. In the case of a private company, including a company limited by guarantee which was a private company as defined by section 2(1) of the predecessor Ordinance (private company), after passing a special resolution altering its objects—
 - (a) if no application is made to the Court to cancel the alteration within 28 days after the date of passing the relevant special resolution (the application period), the company must, within 15 days after the end of the application period, deliver to the Registrar of Companies (the Registrar) for registration a notice of the alteration in this form; or
 - (b) if an application is made to the Court to cancel the alteration within the application period, the Court may cancel or confirm the alteration. If the alteration is confirmed by the Court, the company must, within 15 days after the date of the Court order confirming the alteration (or if an extension of time is granted for delivery of the notice, within the extended period), deliver to the Registrar for registration a notice of the alteration in this form.
3. In the case of a public company or company limited by guarantee, after passing a special resolution altering its objects, the company must, within 15 days after the date of passing the resolution, deliver to the Registrar for registration a notice of the alteration in this form.
4. 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.
5. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
6. 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

7. 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.

Alteration of Objects (Section 2)

8.
 - (a) This form should be delivered with a copy of the company's articles as altered which is certified by an officer of the company as correct.
 - (b) In the case of a private company where a Court order confirming the alteration is made, an office copy of the order should also be delivered together with this form.

表格
Form

NAA3

公司編號 Company Number

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2 章程細則的修改 Alteration of Articles (續上頁 cont'd)

B. 向法院提出取消修改的申請 Application to Court for Cancellation of Alteration

適用於私人公司(包括在《前身條例》下屬私人公司的擔保有限公司)
Applicable to a private company (including a company limited by guarantee
which was a private company under the predecessor Ordinance)

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

在有關特別決議通過的日期後的 28 日內，無人向原訟法庭提出取消該項修改的申請。
No application is made to the Court to cancel the alteration within 28 days after the date of passing the relevant special resolution.

有人已向原訟法庭提出取消該項修改的申請，但有關修改卻獲得原訟法庭確認。現隨本表格一併交付原訟法庭確認該項修改的命令的正式文本。
An application is made to the Court to cancel the alteration but the alteration has been confirmed by the Court. An office copy of the order confirming the alteration is delivered with this form.

法庭命令的日期 Date of Court Order

日 DD	月 MM	年 YYYY

7

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

**《公司條例》(香港法例第 622 章)
第 90 條規定交付的**

**原有公司對某些章程細則修改通知書
(只適用於修改載於公司的組織章程大綱內
及原可合法地載於該公司的章程細則內的條文)**

填表須知 — 表格 NAA3

附註

引言

1. 除《公司條例》第90(2)條另有規定外，如原有公司(即根據《舊有公司條例》組成及註冊的公司)的章程細則的任何條文—
 - (a) 是載於該公司的組織章程大綱內；及
 - (b) 在該組織章程大綱註冊時，是原可合法地載於該公司的章程細則內，而非載於該組織章程大綱內，原有公司可藉特別決議修改該等條文。
2. 原有公司如屬私人公司(包括在《前身條例》第2(1)條所界定屬私人公司的擔保有限公司)(「私人公司」)，在通過特別決議修改附註1所述的章程細則的任何條文後，
 - (a) 在無人於有關特別決議通過的日期後的28日內(「申請的限期」)向原訟法庭提出要求取消該項修改的申請的情況下，該公司須在提出該申請的限期屆滿後的15日內，將關於該項修改的通知，以本表格交付公司註冊處處長(「處長」)登記；或
 - (b) 如有人於申請的限期內向原訟法庭提出要求取消該項修改的申請，並獲得原訟法庭確認有關修改的命令，該公司須在原訟法庭命令的日期後的15日內(或如獲准延長限期，則在經延長的限期內)，將關於該項修改的通知，以本表格交付處長登記。
3. 原有公司如屬非私人公司或擔保有限公司，在通過特別決議修改附註1所述的章程細則的任何條文後，該公司須在該決議通過的日期後的15日內，將關於該項修改的通知，以本表格交付處長登記。
4. 如以中文申報本表格內的資料，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。
5. 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。
6. 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，則該表格不會視作會為遵從《公司條例》中有關條文的規定而交付處長。

簽署

7. 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。

章程細則的修改 (第 2 項)

8.
 - (a) 原有公司在交付本表格時，須連同該公司經修改的公司章程細則的文本一併交付，該文本須由該公司的一名高級人員核證為正確。
 - (b) 如屬私人公司的原有公司獲原訟法庭確認有關修改，原訟法庭命令的正式文本亦須一併交付。

NOTICE OF ALTERATION OF CERTAIN ARTICLES BY EXISTING COMPANY
(For altering any provisions which were contained in the Company's memorandum of association and could lawfully have been contained in the Company's articles instead)

For the purposes of section 90 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA3

Introduction

1. Subject to section 90(2) of the Companies Ordinance, an existing company, i.e. a company formed and registered under a former Companies Ordinance, may by special resolution alter any provision of the company's articles of association if the provision —
 - (a) was contained in the company's memorandum of association; and
 - (b) could lawfully have been contained in the company's articles instead of in the memorandum of association when the memorandum was registered.
2. In the case of a private company formed and registered under a former Companies Ordinance, including a company limited by guarantee which was a private company as defined by section 2(1) of the predecessor Ordinance (private company), after passing a special resolution altering any provisions mentioned in Note 1 —
 - (a) if no application is made to the Court to cancel the alteration within 28 days after the date of passing the relevant special resolution (the application period), the company must, within 15 days after the end of the application period, deliver to the Registrar of Companies (the Registrar) for registration a notice of the alteration in this form; or
 - (b) if an application is made to the Court to cancel the alteration within the application period and an order confirming the alteration is obtained, the company must, within 15 days after the date of the Court order confirming the alteration (or if an extension of time is granted for delivery of the notice, within the extended period), deliver to the Registrar for registration a notice of the alteration in this form.
3. In the case of a non-private company or company limited by guarantee formed and registered under a former Companies Ordinance, after passing a special resolution altering any provisions mentioned in Note 1, the company must, within 15 days after the date of passing the resolution, deliver to the Registrar for registration a notice of the alteration in this form.
4. 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.
5. 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.
6. 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

7. 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.

Alteration of Articles (Section 2)

8.
 - (a) This form should be delivered with a copy of the company's articles as altered which is certified by an officer of the company as correct.
 - (b) In the case of a private company formed and registered under a former Companies Ordinance where a Court order confirming the alteration is made, an office copy of the order should also be delivered together with this form.



公司註冊處
Companies Registry

公司地位更改通知書 Notice of Change of Company Status

表格 Form **NAA4**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 公司地位更改詳情 Details of Change of Company Status

上述公司已修改其章程細則，以致該公司的地位更改如下—

This company has altered its articles so that the company's status has been changed as follows —

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

由私人公司轉為公眾公司

From a Private Company to a Public Company

現隨本表格一併交付該公司按照《公司條例》第 379 條擬備及為緊接該項修改生效的財政年度前的財政年度擬備的周年財務報表的核證真實文本。

A certified true copy of the company's annual financial statements that are prepared in accordance with section 379 of the Companies Ordinance and prepared for the financial year immediately before the financial year in which the alteration takes effect is delivered with this form.

由公眾公司轉為私人公司

From a Public Company to a Private Company

3 修改的生效日期 Effective Date of Alteration

--	--	--

日 DD

月 MM

年 YYYY

5 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

3 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

電話 Tel: _____ 傳真 Fax: _____
電郵 Email : _____
權號 Reference: _____

**《公司條例》(香港法例第 622 章)
第 94(2)及 95(2)條規定交付的**

公司地位更改通知書

填表須知 — 表格 NAA4

附註

引言

1. 如私人公司修改其章程細則，以致該章程細則不再符合《公司條例》第 11(1)(a)條，則在該項修改生效的日期當日，該公司即不再是私人公司。如公眾公司修改其章程細則，以致該章程細則符合《公司條例》第 11(1)(a)條，則在該項修改生效的日期當日，該公司即不再是公眾公司。有關公司除須按照《公司條例》第 88(5)條的規定交付文件外，亦須於上述修改生效的日期後的 15 日內，將關於更改該公司的地位的通知，以本表格交付公司註冊處處長(「處長」)登記。
2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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

5. 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。

NOTICE OF CHANGE OF COMPANY STATUS

For the purposes of sections 94(2) and 95(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA4

Introduction

1. If a private company alters its articles of association so that the articles no longer comply with section 11(1)(a) of the Companies Ordinance, the company ceases to be a private company on the date on which the alteration takes effect. If a public company alters its articles of association so that the articles comply with section 11(1)(a) of the Companies Ordinance, the company ceases to be a public company on the date on which the alteration takes effect. In addition to the documents required for registration under section 88(5) of the Companies Ordinance, the company must, within 15 days after the date on which the above alteration takes effect, deliver to the Registrar of Companies (the Registrar) for registration a notice of the change of the company's status in this form.
2. 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.
3. 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.
4. 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

5. 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.



公司註冊處
Companies Registry

修改財務報表陳述書 Statement of Revision of Financial Statements

表格
Form **NAC3**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 本公司現按照《公司條例》第 449(3) 條作出警告陳述 — 公司的董事決定根據《公司條例》第 449 條安排對公司下述的財務報表作出修改。

In accordance with section 449(3) of the Companies Ordinance, a warning statement is hereby given that the directors of the company have decided to cause the following financial statements of the company to be revised under section 449 of the Companies Ordinance.

涵蓋以下會計期的財務報表 Financial Statements Covering the Period

日 DD	月 MM	年 YYYY

至
To

日 DD	月 MM	年 YYYY

5 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

3 提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

電話 Tel: 傳真 Fax:
電郵 Email:
權號 Reference:

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**《公司條例》(香港法例第 622 章)
第 449(3) 條規定交付的**

修改財務報表陳述書

填表須知 — 表格 NAC3

附註

引言

1. 如公司的董事決定根據《公司條例》第 449(1)條安排對公司的財務報表作出修改；及該財務報表的文本已遵照第 664(3)(b)條的規定交付公司註冊處處長(「處長」)，則該公司須在該決定作出後的 7 日內，將一份說明該財務報表將會被如此修改的警告陳述，以本表格交付處長登記。
2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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，則該表格不會視作會為遵從《公司條例》中有關條文的規定而交付處長。

簽署

5. 本表格必須由公司的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。

STATEMENT OF REVISION OF FINANCIAL STATEMENTS

For the purposes of section 449(3) of Companies Ordinance (Cap.622)

Notes for Completion of Form NAC3

Introduction

1. If the directors of a company decide to cause any financial statements of the company to be revised under section 449(1) of the Companies Ordinance and a copy of the financial statements has been delivered to the Registrar of Companies (the Registrar) under section 664(3)(b), the company must, within 7 days after the decision, deliver to the Registrar for registration a warning statement, in this form, that the financial statements will be so revised.
2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

5. 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.



公司註冊處
Companies Registry

更改會計參照日通知書
Notice of Alteration of
Accounting Reference Date

表格
Form **NAC4**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 更改詳情 Details of Change

- 1 A. 現行或對上的會計參照期的終結日期
End Date of the Current or Previous
Accounting Reference Period

日 DD	月 MM	年 YYYY

6 7 B. 新的會計參照日 New Accounting Reference Date

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

- 有關的會計參照期會被縮短，以致該期間終結的日期為以下的日期—
The accounting reference period concerned is to be shortened, so as to end on the following date —

日 DD	月 MM	年 YYYY

- 8 有關的會計參照期會被延長，以致該期間終結的日期為以下的日期—
The accounting reference period concerned is to be extended, so as to end on the following date —

日 DD	月 MM	年 YYYY

9 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

電話 Tel: 傳真 Fax:
電郵 Email:
權號 Reference:

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C. 指明新的會計參照日的董事決議的日期
Date of the Directors' Resolution Specifying the
New Accounting Reference Date

日 DD	月 MM	年 YYYY

3 在五年內延長會計參照期
Extension of Accounting Reference Period within Five Years

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

公司並未就較早前的會計參照期指明一個新的會計參照日，從而延長該期間，而該較早前的會計參照期是在指明新的會計參照日前的5年內終結的。
 The company has not specified a new accounting reference date in relation to an earlier accounting reference period so as to extend that earlier period, and the earlier accounting reference period ended within 5 years before the new accounting reference date is specified.

公司已就較早前的會計參照期指明一個新的會計參照日，從而延長該期間；而該較早前的會計參照期，是在是次指明新的會計參照日前的5年內終結的。但是次指明的新的會計參照日，是與公司有關的控權公司的會計參照日同步的。
 The company has specified a new accounting reference date in relation to an earlier accounting reference period so as to extend that earlier period, and the earlier accounting reference period ended within 5 years before the new accounting reference date is specified. However, the new accounting reference date coincides with the accounting reference date of the holding company of the company.

公司已就較早前的會計參照期指明一個新的會計參照日，從而延長該期間；而較早前的會計參照期，是在是次指明新的會計參照日前的5年內終結的。是次新的會計參照日的指明已獲成員的決議所批准。
 The company has specified a new accounting reference date in relation to an earlier accounting reference period so as to extend that earlier period, and the earlier accounting reference period ended within 5 years before the new accounting reference date is specified. Specification of the new accounting reference date is approved by a members' resolution.

5 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

**《公司條例》(香港法例第 622 章)
第 371(2) 條規定交付的**

更改會計參照日通知書

填表須知 — 表格 NAC4

附註

引言

1. 公司的董事可根據《公司條例》第 371(1)條就公司現行的或對上的會計參照期，以及其後每個會計參照期，指明新的會計參照日。「對上的會計參照期」指在緊接公司現行的會計參照期之前的會計參照期。

如屬**公眾公司**或**擔保有限公司**，公司須在指明該新的會計參照日的董事決議的日期後的 15 日內，將關於該新的日期的通知，以本表格交付公司註冊處處長(「處長」)登記。

2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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，則該表格不會視作會為遵從《公司條例》中有關條文的規定而交付處長。

簽署

5. 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。

更改詳情 (第 2 項)

6. 請述明有關的現行或對上的會計參照期會被縮短或被延長。如該期間被縮短，該期間終結的日期，會變成該期間開始後新的會計參照日首次出現的日期。如該期間被延長，該期間終結的日期，會變成該期間開始後新的會計參照日第二次出現的日期。
7. 如有以下情況，公司的董事不得就對上的會計參照期指明新的會計參照日—
 - (a) 根據《公司條例》第 429 條，須就參照該會計參照期而定出的財政年度，在成員大會上提交關於該財政年度的報告文件的文本供該公司省覽，而提交該套文件的限期已屆滿；或
 - (b) 根據《公司條例》第 430(3)條，須將關於該財政年度的報告文件的文本送交成員，而送交該套文件的限期已屆滿。
8. 公司的董事不得就某會計參照期指明一個新的會計參照日，從而將該期間延長至超過 18 個月。

NOTICE OF ALTERATION OF ACCOUNTING REFERENCE DATE

For the purposes of section 371(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAC4

Introduction

1. The directors of a company may specify a new accounting reference date in relation to the company's current or previous accounting reference period, and every subsequent accounting reference period, under section 371(1) of the Companies Ordinance. "Previous accounting reference period" means the accounting reference period immediately preceding the company's current accounting reference period.

If the company is a **public company** or a **company limited by guarantee**, the company must, within 15 days after the date of the directors' resolution specifying the new accounting reference date, deliver a notice of that new date in this form to the Registrar of Companies (the Registrar) for registration.

2. 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.
3. 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.
4. 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

5. 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.

Details of Change (Section 2)

6. Please state whether the current or previous accounting reference period concerned is to be shortened or extended. If the accounting reference period is to be shortened, it should end on the first occasion on which the new accounting reference date falls or fell after the beginning of that period. If the accounting reference period is to be extended, it will end on the second occasion on which the new accounting reference date falls or fell after the beginning of that period.
7. The directors of a company must not specify a new accounting reference date in relation to the previous accounting reference period if —
 - (a) the period for laying before the company in general meeting under section 429 of the Companies Ordinance a copy of the reporting documents for the financial year determined by reference to that accounting reference period has expired; or
 - (b) the period for sending a copy of the reporting documents for the financial year to the members under section 430(3) of the Companies Ordinance has expired.
8. The directors of a company must not specify a new accounting reference date in relation to an accounting reference period so as to extend the period to longer than 18 months.



公司註冊處
Companies Registry

獲批准的合併建議
Approved Amalgamation Proposal

表格
Form **NAMA1**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 獲批准的合併建議 Amalgamation Proposal that has been Approved

隨本表格附上批准《公司條例》第 680(1)或 681(1)條所述的合併的決議的文本。
A copy of the resolution approving an amalgamation under section 680(1) or 681(1) of the Companies Ordinance is attached.

決議的日期
Date of Resolution

--	--	--

日 DD

月 MM

年 YYYY

5 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

3 提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

電話 Tel: 傳真 Fax:
電郵 Email:
權號 Reference:

**《公司條例》(香港法例第 622 章)
第 684(1)(a) 條規定交付的**

獲批准的合併建議

填表須知 — 表格 NAMA1

附註

引言

1. 為使根據《公司條例》第 13 部第 3 分部屬同一集團的公司的合併有效，無論該合併屬縱向合併或橫向合併，每間合併的公司須在合併建議獲批准後的 15 日內，將以下文件交付公司註冊處處長(「處長」)登記—
 - (a) 獲批准的合併建議(本表格)；
 - (b) 第 683(1) 條規定的每項證明書(表格 NAMA2)；
 - (c) 每間合併的公司的董事發出的證明書(表格 NAMA3)，述明該合併已—
 - (i) 按照《公司條例》第 13 部第 3 分部獲批准；及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記—

- (d) 關於委任合併後的公司的董事的通知(表格 NAMA4)；
- (e) 合併後的公司的董事或擬委任為該公司的董事的人發出的證明書，述明假若合併後的公司的債權人的申索相對該公司資產價值的比例，高於某合併的公司的債權人的申索相對該公司資產價值的比例，沒有債權人會因此事實而受到損害(表格 NAMA5)。

在上述 (a) 至 (e) 的文件登記後，處長會在切實可行範圍內，盡快發出合併證明書，指明一個日期為有關合併的生效日期。

2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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》中有關係條文的規定而交付處長。

簽署

5. 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。

APPROVED AMALGAMATION PROPOSAL

For the purposes of section 684(1)(a) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA1

Introduction

1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal —
 - (a) the amalgamation proposal that has been approved (this Form);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMA5).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

2. 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.
3. 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.
4. 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

5. 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.



公司註冊處
Companies Registry

合併的公司的董事
就償付能力陳述發出的證明書
Certificate on Solvency Statement by
Directors of Amalgamating Company

表格 Form **NAMA2**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 證明書 Certificate

我／我們* 是上述合併的公司所有表決贊成作出償付能力陳述的董事，現按照《公司條例》第683條證明—

I/We *, being all the director(s) of the above amalgamating company who vote(s) in favour of making a solvency statement, hereby certify in accordance with section 683 of the Companies Ordinance that —

(a) 我／我們* 認為《公司條例》第679(1)(a)(i)及(ii)條指明的條件已獲符合。
In my/our * opinion, the conditions specified in section 679(1)(a)(i) and (ii) of the Companies Ordinance are satisfied.

(b) 持該意見的理由是 Grounds for that opinion are

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

3 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

電話 Tel:
電郵 Email:
編號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

表格 **NAMA2**
Form

公司編號 Company Number

2 證明書 Certificate (續上頁 cont'd)

(c) 《公司條例》第679(1)(b)條指明的條件已獲符合。

The condition specified in section 679(1)(b) of the Companies Ordinance is satisfied.

5 3 董事簽署 Signature(s) of Director(s)

(如空間不足，請用續頁填報 Use Continuation Sheet if the space is insufficient)

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 _____ 簽署 _____ 日期 _____
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

本證明書所包括的續頁數目 Number of Continuation Sheet(s) included in this Certificate

表格 Form **NAMA2**

續頁 Continuation Sheet

公司編號 Company Number

--

5 董事簽署 (第 3 項)
Signature(s) of Director(s) (Section 3)

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

姓名 Name : _____	簽署 Signed : _____	日期 Date : _____
董事 Director		日 DD / 月 MM / 年 YYYY

**《公司條例》(香港法例第 622 章)
第 684(1)(b) 條規定交付的**

合併的公司的董事就償付能力陳述發出的證明書

填表須知 — 表格 NAMA2

附註

引言

1. 為使根據《公司條例》第 13 部第 3 分部屬同一集團的公司的合併有效，無論該合併屬縱向合併或橫向合併，每間合併的公司須在合併建議獲批准後的 15 日內，將以下文件交付公司註冊處處長(「處長」)登記—
 - (a) 獲批准的合併建議(表格 NAMA1)；
 - (b) 第 683(1) 條規定的每項證明書(本表格)；
 - (c) 每間合併的公司的董事發出的證明書(表格 NAMA3)，述明該合併已—
 - (i) 按照《公司條例》第 13 部第 3 分部獲批准；及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記—

- (d) 關於委任合併後的公司的董事的通知(表格 NAMA4)；
- (e) 合併後的公司的董事或擬委任為該公司的董事的人發出的證明書，述明假若合併後的公司的債權人的申索相對該公司資產價值的比例，高於某合併的公司的債權人的申索相對該公司資產價值的比例，沒有債權人會因此事實而受到損害(表格 NAMA5)。

在上述(a)至(e)的文件登記後，處長會在切實可行範圍內，盡快發出合併證明書，指明一個日期為有關合併的生效日期。

2. 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。
3. 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。
4. 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》中有關係文的規定而交付處長。

簽署

5. 本表格必須由公司所有表決贊成作出償付能力陳述的董事簽署，公司註冊處不接納未簽妥的表格。

CERTIFICATE ON SOLVENCY STATEMENT BY DIRECTORS OF AMALGAMATING COMPANY

For the purposes of section 684(1)(b) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA2

Introduction

1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal —
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (this Form);
 - (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMA5).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

5. This form must be signed by all the director(s) who voted in favour of making a solvency statement of the company. A form which is not properly signed will be rejected by the Companies Registry.



公司註冊處
Companies Registry

合併的公司的董事發出
批准合併的證明書

**Certificate of Approval of Amalgamation
by Directors of Amalgamating Company**

表格
Form **NAMA3**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 證明書 Certificate

我／我們*是上述合併的公司的 唯一董事／全體董事*，現按照《公司條例》第 684(1)(c)條證明，有關的合併已按照《公司條例》第13 部第3 分部，及已按照公司的章程細則獲批准。

I/We *, being the sole director/all the directors * of the above amalgamating company, hereby certify in accordance with section 684(1)(c) of the Companies Ordinance that the amalgamation has been approved in accordance with Division 3 of Part 13 of the Companies Ordinance and the articles of the company.

3 唯一董事或全體董事簽署 Signature(s) of Sole Director or All Directors

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

姓名 簽署 日期
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

姓名 簽署 日期
Name : _____ Signed : _____ Date : _____
董事 Director 日 DD / 月 MM / 年 YYYY

本證明書所包括的續頁數目 Number of Continuation Sheet(s) included in this Certificate

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

4 提交人資料 Presenter's Reference

姓名 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

**《公司條例》(香港法例第 622 章)
第 684(1)(c) 條規定交付的**

合併的公司的董事發出批准合併的證明書

填表須知 — 表格 NAMA3

附註

引言

1. 為使根據《公司條例》第 13 部第 3 分部屬同一集團的公司的合併有效，無論該合併屬縱向合併或橫向合併，每間合併的公司須在合併建議獲批准後的 15 日內，將以下文件交付公司註冊處處長(「處長」)登記—
 - (a) 獲批准的合併建議(表格 NAMA1)；
 - (b) 第 683(1) 條規定的每項證明書(表格 NAMA2)；
 - (c) 每間合併的公司的董事發出的證明書(本表格)，證明該合併已—
 - (i) 按照《公司條例》第 13 部第 3 分部獲批准；及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記—

- (d) 關於委任合併後的公司董事的通知(表格 NAMA4)；
- (e) 合併後的公司董事或擬委任為該公司的董事的人發出的證明書，並明假若合併後的公司債權人的申索相對該公司資產價值的比例，高於某合併的公司的債權人的申索相對該公司資產價值的比例，沒有債權人會因此事實而受到損害(表格 NAMA5)。

在上述 (a) 至 (e) 的文件登記後，處長會在切實可行範圍內，盡快發出合併證明書，指明一個日期為有關合併的生效日期。

2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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》中有關係條文的規定而交付處長。

簽署

5. 本表格必須由公司的唯一董事或全體董事簽署。所填報的董事姓名／名稱 **必須**與公司註冊處的紀錄相同。公司註冊處不接納未簽妥的表格。

**CERTIFICATE OF APPROVAL OF AMALGAMATION
BY DIRECTORS OF AMALGAMATING COMPANY**

For the purposes of section 684(1)(c) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA3

Introduction

1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal —
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (this Form), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMA5).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

5. This form must be signed by the sole director or all the directors of the company. Please note that the name(s) of the director(s) given under this Section **must be** identical to the name(s) kept in the Companies Registry's record. A form which is not properly signed will be rejected by the Companies Registry.



公司註冊處
Companies Registry

委任合併後的公司的董事通知書
Notice of Appointment of Directors
of Amalgamated Company

表格
Form **NAMA4**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 委任董事(法人團體) Appointment of Director (Body Corporate)

(如委任超過一個法人團體為董事，請用續頁 A 填報 Use Continuation Sheet A if more than 1 body corporate is appointed as director)
請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)

6

身分 Capacity 董事 Director 候補董事 Alternate Director 代替 Alternate to

中文名稱 Name in Chinese

英文名稱 Name in English

7

地址 Address

國家/地區
Country/Region

8

電郵地址 Email Address

公司編號 Company Number

(只適用於在香港註冊的法人團體)

(Only applicable to body corporate registered in Hong Kong)

9

提示 Advisory Note 所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。
All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.

9

出任董事職位同意書 Consent to Act as Director *請刪去不適用者 Delete whichever does not apply

本人謹代表上述公司確認，上述公司同意擔任公司的董事/候補董事*。
I, acting on behalf of the above named company, confirm that the above company consents to act as director/alternate director* of this company.

簽署 Signed: _____
董事(法人團體)的董事/公司秘書/獲授權人士*
Director/Company Secretary/Authorized Person of the Director (Body Corporate)*

3

提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

電話 Tel: _____ 傳真 Fax:
電郵 Email:
權號 Reference:

請勿填寫本欄 For Official Use

表格 Form **NAMA4**

公司編號 Company Number

--

3 委任董事(自然人) Appointment of Director (Natural Person)

(如委任超過一名自然人為董事，請用續頁 B 填報 Use Continuation Sheet B if more than 1 natural person is appointed as director)

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

10 身分 Capacity	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to
	<div style="border: 1px solid black; height: 20px;"></div>		

中文姓名
Name in Chinese英文姓名
Name in English姓氏
Surname名字
Other Names前用姓名
Previous Names中文
Chinese英文
English別名
Alias中文
Chinese英文
English

11 住址 Residential Address	<div style="border: 1px solid black; height: 20px;"></div>
	<div style="border: 1px solid black; height: 20px;"></div>
	<div style="border: 1px solid black; height: 20px;"></div>

國家/地區
Country / Region

12 電郵地址 Email Address	<div style="border: 1px solid black; height: 20px;"></div>
--------------------------	--

身分證明 Identification

13 (a) 香港身分證號碼 Hong Kong Identity Card Number	<div style="border: 1px solid black; display: inline-block; width: 30px; height: 20px;"></div> <div style="border: 1px solid black; display: inline-block; width: 30px; height: 20px;"></div> <div style="border: 1px solid black; display: inline-block; width: 30px; height: 20px;"></div> <div style="border: 1px solid black; display: inline-block; width: 30px; height: 20px;"></div> ()
--	---

14 (b) 護照 Passport	簽發國家 Issuing Country	<div style="border: 1px solid black; width: 100%; height: 20px;"></div>
	號碼 Number	<div style="border: 1px solid black; width: 100%; height: 20px;"></div>

14 提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
------------------------	--

14 出任董事職位同意書 Consent to Act as Director
本人同意擔任公司的董事/候補董事*，並確認本人已年滿 18 歲。 I consent to act as director / alternate director* of this company and confirm that I have attained the age of 18 years.
簽署 Signed : _____

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
頁數 Number of pages		

6 簽署 Signed : _____	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

指明編號 1/2014 (2014 年 3 月) Specification No. 1/2014 (March 2014)

第二頁 Page 2

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委任董事(法人團體) (第 2 項)
Appointment of Director (Body Corporate) (Section 2)

請在適用的空格內加上 號 Please tick the relevant box(es)

6 身分 Capacity	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

中文名稱 Name in Chinese	
-------------------------	--

英文名稱 Name in English	
-------------------------	--

7 地址 Address	

國家/地區 Country/Region	
-------------------------	--

8 電郵地址 Email Address	
-----------------------------------	--

公司編號 Company Number <i>(只適用於在香港註冊的法人團體)</i> <i>(Only applicable to body corporate registered in Hong Kong)</i>	
--	--

9 提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
---------------------------------	---

9 出任董事職位同意書 Consent to Act as Director 本人謹代表上述公司確認，上述公司同意擔任公司的董事/候補董事*。 I, acting on behalf of the above named company, confirm that the above company consents to act as director/alternate director* of this company. 簽署 Signed : _____ <div style="text-align: center;"> 董事(法人團體)的董事/公司秘書/獲授權人士* Director/Company Secretary/Authorized Person of the Director (Body Corporate)* </div>
--

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

委任董事(自然人) (第 3 項)

Appointment of Director (Natural person) (Section 3)

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

10

身分 Capacity	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to
----------------	---	--	-----------------

中文姓名
Name in Chinese

英文姓名
Name in English

姓氏 Surname

名字 Other Names

前用姓名
Previous Names

中文 Chinese

英文 English

別名
Alias

中文 Chinese

英文 English

11

住址
Residential
Address

國家/地區
Country/Region

12

電郵地址
Email Address

13

身分證明 Identification

(a) 香港身分證號碼
Hong Kong Identity Card Number

(b) 護照
Passport

簽發國家 Issuing Country

號碼
Number

14

提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
---------------------	---

14

出任董事職位同意書 Consent to Act as Director

本人同意擔任公司的董事/候補董事*，並確認本人已年滿 18 歲。
I consent to act as director / alternate director* of this company and confirm that I have attained the age of 18 years.

簽署 Signed : _____

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

**《公司條例》(香港法例第 622 章)
第 684(1)(d) 條規定交付的**

委任合併後的公司的董事通知書

填表須知 — 表格 NAMA4

附註

引言

1. 為使根據《公司條例》第 13 部第 3 分部屬同一集團的公司的合併有效，無論該合併屬縱向合併或橫向合併，每間合併的公司須在合併建議獲批准後的 15 日內，將以下文件交付公司註冊處處長(「處長」)登記—
 - (a) 獲批准的合併建議(表格 NAMA1)；
 - (b) 第 683(1) 條規定的每項證明書(表格 NAMA2)；
 - (c) 每間合併的公司的董事發出的證明書(表格 NAMA3)，述明該合併已—
 - (i) 按照《公司條例》第 13 部第 3 分部獲批准；及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記—

- (d) 關於委任合併後的公司的董事的通知(本表格)；
- (e) 合併後的公司的董事或擬委任為該公司的董事的人發出的證明書，述明假若合併後的公司的債權人的申索相對該公司資產價值的比例，高於某合併的公司的債權人的申索相對該公司資產價值的比例，沒有債權人會因此事實而受到損害(表格 NAMA5)。

在上述(a)至(e)的文件登記後，處長會在切實可行範圍內，盡快發出合併證明書，指明一個日期為有關合併的生效日期。

2. 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。
3. 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。
4. 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》中有關係條文的規定而交付處長。

簽署

5. 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。

委任董事 (法人團體) (第 2 項)

6. 請述明獲委任者的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。
7. 請註明董事的註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
8. 請提供董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改，請以表格 ND2B 通知公司註冊處。

9. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁 (www.cr.gov.hk) 閱覽或下載，印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

委任董事 (自然人) (第 3 項)

10. 請述明獲委任者的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。

11. 請申報董事的 通常住址。如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。

12. 請提供董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改，請以表格 ND2B 通知公司註冊處。

13. 請申報董事的香港身分證號碼。如該人並非香港身分證持有人，請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人，亦沒有任何國家的護照，則請在有關的空格內填上「無」。

14. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁 (www.cr.gov.hk) 閱覽或下載，印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

NOTICE OF APPOINTMENT OF DIRECTORS OF AMALGAMATED COMPANY

For the purposes of section 684(1)(d) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA4

Introduction

1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal —

- (a) the amalgamation proposal that has been approved (Form NAMA1);
- (b) every certificate required by section 683(1) (Form NAMA2);
- (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (this Form);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMA5).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

5. 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.

Appointment of Director (Body Corporate) (Section 2)

6. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
7. The address of registered or principal office of the director should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses or post office box numbers are not acceptable.
8. Please provide the email address of the director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.

9. Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Appointment of Director (Natural Person) (Section 3)

10. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
11. Please provide the usual residential address of the director. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses or post office box numbers are not acceptable.
12. Please provide the email address of the director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.
13. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of a director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
14. Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.



公司註冊處
Companies Registry

合併後的公司的董事發出
有關債權人申索的證明書

Certificate on Claims of Creditors
by Directors of Amalgamated Company

表格 Form **NAMA5**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 證明書 Certificate

我／我們*是上述合併後的公司的 唯一董事／全體董事／擬委任的董事*，現按照《公司條例》第684(1)(e)條證明，假若合併後的公司的債權人的申索相對該公司資產價值的比例，高於某合併的公司的債權人的申索相對該公司資產價值的比例，沒有債權人會因此事實而受到損害。

I/We*, being the sole director/all the directors/proposed director(s)*, of the company, hereby certify in accordance with section 684(1)(e) of the Companies Ordinance that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's asset, no creditor will be prejudiced by that fact.

5 3 唯一董事／全體董事或擬委任的董事簽署

Signature(s) of Sole Director or All Directors and Proposed Director(s)

(如空格不足，請用續頁填報 Use Continuation Sheet if the space is insufficient)

姓名 Name : _____ 簽署 Signed : _____ 日期 Date : _____
 董事／擬委任的董事 Director / Proposed Director 日 DD / 月 MM / 年 YYYY

姓名 Name : _____ 簽署 Signed : _____ 日期 Date : _____
 董事／擬委任的董事 Director / Proposed Director 日 DD / 月 MM / 年 YYYY

本證明書所包括的續頁數目 Number of Continuation Sheet(s) included in this Certificate

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

3 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

電話 Tel: _____ 傳真 Fax: _____
 電郵 Email: _____
 權號 Reference: _____

表格
Form

NAMA5

續頁 Continuation Sheet

公司編號 Company Number

--

5 唯一董事／全體董事或擬委任的董事簽署 (第 3 項)

Signature(s) of Sole Director or All Director and Proposed Director(s) (Section 3)

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

姓名
Name : _____
 董事／擬委任的董事
 Director / Proposed Director

簽署
Signed : _____

日期
Date : _____
 日 DD / 月 MM / 年 YYYY

**《公司條例》(香港法例第 622 章)
第 684(1)(e) 條規定交付的**

合併後的公司的董事發出有關債權人申索的證明書

填表須知 — 表格 NAMA5

附註

引言

1. 為使根據《公司條例》第 13 部第 3 分部屬同一集團的公司的合併有效，無論該合併屬縱向合併或橫向合併，每間合併的公司須在合併建議獲批准後的 15 日內，將以下文件交付公司註冊處處長(「處長」)登記—
 - (a) 獲批准的合併建議(表格 NAMA1)；
 - (b) 第 683(1) 條規定的每項證明書(表格 NAMA2)；
 - (c) 每間合併的公司的董事發出的證明書(表格 NAMA3)，述明該合併已—
 - (i) 按照《公司條例》第 13 部第 3 分部獲批准；及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記—

- (d) 關於委任合併後的公司的董事的通知(表格 NAMA4)；
- (e) 合併後的公司的董事或擬委任為該公司的董事的人發出的證明書，述明假若合併後的公司的債權人的申索相對該公司資產價值的比例，高於某合併的公司的債權人的申索相對該公司資產價值的比例，沒有債權人會因此事實而受到損害(本表格)。

在上述(a)至(e)的文件登記後，處長會在切實可行範圍內，盡快發出合併證明書，指明一個日期為有關合併的生效日期。

2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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

5. 本表格必須由公司的唯一董事／全體董事或擬委任的董事簽署。此外，所填報的董事姓名／名稱**必須**與公司註冊處的紀錄相同。公司註冊處不接納未簽妥的表格。

CERTIFICATE ON CLAIMS OF CREDITORS BY DIRECTORS OF AMALGAMATED COMPANY

For the purposes of section 684(1)(e) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA5

Introduction

1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal —
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (this Form).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

2. 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.
3. 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.
4. 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

5. This form must be signed by the sole director or all the directors and the proposed director(s) of the company. Please note that the name(s) of the director(s) given under this Section **must be** identical to the name(s) kept in the Companies Registry's record. A form which is not properly signed will be rejected by the Companies Registry.



公司註冊處
Companies Registry

向原訟法庭申請要求
介入合併建議的通知書
Notice of Application to Court
to Intervene in Amalgamation Proposal

表格 Form **NAMA6**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 申請介入合併建議的通知

Notice of Application to Intervene in Amalgamation Proposal

本人是 I am

公司的成員
a member of the company

公司的債權人
a creditor of the company

公司對之負有義務的人
a person to whom the company is under an obligation

現通知：本人已向原訟法庭為《公司條例》第 686(1)條的目的提出申請。

Notice is given that an application has been made to the Court for the purposes of section 686(1) of the Companies Ordinance.

提出申請的日期
Date of Making the Application

日 DD	月 MM	年 YYYY

5 簽署 Signed :

姓名 Name : _____ 日期 Date : _____

成員 Member / 債權人 Creditor /
公司對之負有義務的人
Person to whom the Company
is under an obligation*

日 DD / 月 MM / 年 YYYY

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

提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

電話 Tel: _____ 傳真 Fax: _____
電郵 Email: _____
權號 Reference: _____

**《公司條例》(香港法例第 622 章)
第 686(4) 條規定交付的**

向原訟法庭申請要求介入合併建議的通知書

填表須知 — 表格 NAMA6

附註

引言

1. 原訟法庭如信納某合併建議的生效，會不公平地損害合併的公司的成員或債權人或合併的公司對之負有義務的人，則可應有關成員、該債權人或該人在合併的生效日期前提出的申請，就該合併建議作出它認為合適的命令。申請人在向原訟法庭提出申請時，須將關於該申請的通知以本表格交付公司註冊處處長(「處長」)登記。
2. 如以中文申報本表格內的資料，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。
3. 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。
4. 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

5. 本表格必須由向原訟法庭提出申請的成員、債權人或公司對之負有義務的人簽署，公司註冊處不接納未簽妥的表格。

NOTICE OF APPLICATION TO COURT TO INTERVENE IN AMALGAMATION PROPOSAL

For the purposes of section 686(4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA6

Introduction

1. If the Court is satisfied that giving effect to an amalgamation proposal would unfairly prejudice a member or creditor of an amalgamating company or a person to whom an amalgamating company is under an obligation, it may, on application by the member, creditor or person made before the date on which the amalgamation becomes effective, make any order it thinks fit in relation to the amalgamation proposal. On making the application to the Court, the applicant must deliver to the Registrar of Companies (the Registrar) for registration a notice of the application in this form.
2. 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.
3. 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.
4. 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

5. This form must be signed by the member, creditor or the person to whom the company is under an obligation who makes the application to the Court. A form which is not properly signed will be rejected by the Companies Registry.



公司註冊處
Companies Registry

周年申報表 Annual Return

表格
Form **NAR1**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 商業名稱(如有的話) Business Name (If any)

--

3 公司類別 Type of Company

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

私人公司 Private company
 公眾公司 Public company
 擔保有限公司 Company limited by guarantee

4 本申報表的結算日期

Date to which this Return is Made Up

日 DD	月 MM	年 YYYY

*(如屬私人公司，本申報表應列載截至公司成立為法團的周年日期的資料。
 如屬公眾公司，申報表的結算日期應為該公司的會計參照期結束後的 6 個月屆滿之日。
 如屬擔保有限公司，申報表的結算日期應為該公司的會計參照期結束後的 9 個月屆滿之日。
 For a private company, the information in this return should be made up to the anniversary of the date of its incorporation.
 For a public company, the return should be made up to the date that is 6 months after the end of its accounting reference period.
 For a company limited by guarantee, the return should be made up to the date that is 9 months after the end of its accounting reference period.)*

5 隨本表格交付的財務報表所涵蓋的會計期

Period Covered by Financial Statements Delivered with this Form

(私人公司無需填報此項 A private company need not complete this section)

			至 To			
日 DD	月 MM	年 YYYY		日 DD	月 MM	年 YYYY

6 註冊辦事處地址 Address of Registered Office

--

3 提交人資料 Presenter's Reference

姓名 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

權號 Reference:

請勿填寫本欄 For Official Use

7 電郵地址 Email Address

8 按揭及押記 Mortgages and Charges

截至本申報表的結算日期，所有根據《公司條例》須向公司註冊處處長登記的，或若於 1912 年 1 月 1 日後設定便須如此登記的按揭及押記的負債總額

Total amount of the indebtedness as at the date to which this return is made up in respect of all mortgages and charges which are required to be registered with the Registrar of Companies pursuant to the Companies Ordinance or would have been required to be so registered if created after 1 January 1912

9 無股本公司的成員人數 Number of Member(s) of a Company Not Having a Share Capital

(有股本的公司無需填報此項 Company having a share capital need not complete this section)

截至本申報表的結算日期的成員人數

Number of Member(s) as at the Date to which this Return is Made Up

10 股本 Share Capital

(無股本的公司無需填報此項 Company not having a share capital need not complete this section)

截至本申報表的結算日期 As at the Date to which this Return is Made Up				
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	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up
總數 Total				

表格
Form

NAR1

公司編號 Company Number

11 公司秘書 Company Secretary

A. 公司秘書 (自然人) Company Secretary (Natural Person)

(如超過一名公司秘書屬自然人，請用續頁A填報 Use Continuation Sheet A if more than 1 company secretary is a natural person)

中文姓名 Name in Chinese	
英文姓名 Name in English	姓氏 Surname
	名字 Other Names
前用姓名 Previous Names	中文 Chinese
	英文 English
別名 Alias	中文 Chinese
	英文 English

13 香港通訊地址
Hong Kong
Correspondence
Address

地區
Region 香港 / HONG KONG

14 電郵地址
Email Address

--

15 身分證明 Identification

(a) 香港身分證號碼
Hong Kong Identity Card Number

								()
--	--	--	--	--	--	--	--	-----

(b) 護照
Passport

簽發國家 Issuing Country	
號碼 Number	

B. 公司秘書 (法人團體) Company Secretary (Body Corporate)

(如超過一名公司秘書屬法人團體，請用續頁A填報 Use Continuation Sheet A if more than 1 company secretary is a body corporate)

16 中文名稱
Name in Chinese

--

16 英文名稱
Name in English

--

17 香港地址
Hong Kong
Address

地區
Region 香港 / HONG KONG

14 電郵地址
Email Address

--

公司編號 Company Number

--

--

12 董事 Directors

A. 董事 (自然人) Director (Natural Person)

(如超過一名董事屬自然人，請用續頁 B 填報 Use Continuation Sheet B if more than 1 director is a natural person)

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

18 身分 Capacity	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

中文姓名 Name in Chinese			
英文姓名 Name in English	姓氏 Surname		
	名字 Other Names		
前用姓名 Previous Names	中文 Chinese		
	英文 English		
別名 Alias	中文 Chinese		
	英文 English		

19 住址 Residential Address			
	國家 / 地區 Country / Region		

20 電郵地址 Email Address			
--------------------------	--	--	--

21 身分證明 Identification	(a) 香港身分證號碼 Hong Kong Identity Card Number	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	()
	(b) 護照 Passport	簽發國家 Issuing Country									
		號碼 Number									

--

12 董事 Directors (續上頁 cont'd)

B. 董事 (法人團體) Director (Body Corporate)

(如超過兩名董事屬法人團體，請用續頁C 續報 Use Continuation Sheet C if more than 2 directors are body corporate)

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

18	1 身分 Capacity	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

中文名稱
Name in Chinese

英文名稱
Name in English

22 **地址**
Address

國家 / 地區
Country / Region

20 **電郵地址**
Email Address

公司編號 Company Number
(只適用於在香港註冊的法人團體)
(Only applicable to body corporate registered in Hong Kong)

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

18	2 身分 Capacity	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

中文名稱
Name in Chinese

英文名稱
Name in English

22 **地址**
Address

國家 / 地區
Country / Region

20 **電郵地址**
Email Address

公司編號 Company Number
(只適用於在香港註冊的法人團體)
(Only applicable to body corporate registered in Hong Kong)

表格
Form

NAR1

公司編號 Company Number

--

12 董事 Directors (續上頁 cont'd)

C. 備任董事 Reserve Director

(只適用於只有一名成員而該成員同時亦是唯一董事的私人公司)

(Only applicable to a private company with only one member who is also the sole director of the company)

中文姓名
Name in Chinese

--

英文姓名 姓氏
Name in English Surname

--

名字
Other Names

--

前用姓名 中文
Previous Names Chinese

--

英文
English

--

別名 中文
Alias Chinese

--

英文
English

--

19 住址
Residential
Address

國家/地區
Country/Region

--

20 電郵地址
Email Address

--

21 身分證明 Identification

(a) 香港身分證號碼
Hong Kong Identity Card Number

										()
--	--	--	--	--	--	--	--	--	--	-----

(b) 護照 簽發國家
Passport Issuing Country

--

號碼
Number

--

--

23 13 有股本公司的成員詳情 Particulars of Member(s) of a Company Having a Share Capital
(有股本的公司必須填報此項 *Company having a share capital must complete this section*)

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

- 非上市公司的成員詳情列於附表一
Particulars of members of a non-listed company are listed in Schedule 1
- 上市公司的成員詳情列於附表二
Particulars of members of a listed company are listed in Schedule 2

24 14 公司紀錄 Company Records
(如空位不足，請用續頁 D 填報 *Use Continuation Sheet D if the space provided is insufficient*)

公司備存下列紀錄的地址(如並非備存於第 6 項所述的註冊辦事處內)
Address where the following company records are kept (if not kept at the registered office stated in Section 6)

公司紀錄 Company Records	地址 Address

15 陳述書 Statement

(如屬私人公司，請在空格內加上 ✓ 號以作出此項陳述 *For a private company, please tick the box to make the Statement*)

- 現述明公司自最近一份周年申報表的結算日期起(如屬首份周年申報表，則自公司成立為法團的日期起)，並沒有發出邀請，以邀請公眾人士認購公司的任何股份或債權證；同時如成員人數於本申報表的結算日期當日超過五十名，則超出五十名之數的成員，全屬根據《公司條例》第 11(2)條於計算公司成員人數時不包括在內的人。
- The company has not, since the date of the last annual return (or since the date of incorporation in the case of the first annual return), issued any invitation to the public to subscribe for any shares or debentures of the company and that if the number of members of the company exceeds 50 as at the date of this return, the excess consists wholly of persons who, under section 11(2) of the Companies Ordinance, are excluded in the calculation of the number of members of the company.

25 提示 Advisory Note
所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。
All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.

本申報表包括下列續頁 This Return includes the following Continuation Sheet(s)

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

6 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*

表格
Form

NAR1

附表一 Schedule 1

(非上市公司適用)

FOR NON-LISTED COMPANY)

本申報表的結算日期

Date to which this Return is Made Up

--	--	--	--	--

日 DD 月 MM 年 YYYY

公司編號 Company Number

--

26

非上市公司的成員詳情 (第 13 項)

Particulars of Member(s) of a Non-listed Company (Section 13)

(有股本的非上市公司必須填報此頁。如空位不足，或超過一類股份，可另加附表一。)

(Non-listed company having a share capital must complete this page. If the space provided is insufficient, or if there is more than one class of shares, please use additional Schedule 1.)

截至本申報表的結算日期的成員詳情 Particulars of Member(s) as at the Date to which this Return is Made Up

股份類別 Class of Shares

--

此類別股份的已發行總數 Total Number of Issued Shares in this Class

--

姓名／名稱 Name	地址 Address	股份 Shares			備註 Remarks
		現時持有量 Current Holding	轉讓* Transferred *		
			數目 Number	日期 Date	

* 如公司的股份自上一份周年申報表日期以來(如屬首份周年申報表，則自公司成立為法團以來)有任何轉讓，有關詳情亦請一併申報；股份受讓人的姓名／名稱請在「備註」一欄註明。

* If there have been any transfers of the company's shares since the date of the last annual return (or since incorporation if this is the first annual return), please also provide details of the transfers; the name of the transferee should be stated in the 'Remarks' column.

表格
Form **NAR1**

附表二 Schedule 2
(上市公司適用)
FOR LISTED COMPANY)

本申報表的結算日期
Date to which this Return is Made Up

日 DD	月 MM	年 YYYY

公司編號 Company Number

--

27

上市公司的成員詳情 (第 13 項)
Particulars of Member(s) of a Listed Company (Section 13)

(有股本的上市公司必須填報此頁。如空位不足，或超過一類股份，可另加附表二。)
(Listed company having a share capital must complete this page. If the space provided is insufficient, or if there is more than one class of shares, please use additional Schedule 2.)

截至本申報表的結算日期持有公司任何類別股份中的 5% 或多於 5% 發行股本的成員的詳情
Particulars of Member(s) who Held 5% or More of the Issued Shares in any Class of the Company's Shares as at the Date to which this Return is Made Up

股份類別 Class of Shares

--

此類別股份的已發行總數 Total Number of Issued Shares in this Class

--

姓名 / 名稱 Name	地址 Address	股份 Shares	
		現時持有量 Current Holding	佔此類別已發行 股份的百分比 Percentage of Issued Shares Held in this Class

表格
Form

NAR1

續頁 A Continuation Sheet A

本申報表的結算日期

Date to which this Return is Made Up

公司編號 Company Number

--	--	--

日 DD 月 MM 年 YYYY

--

公司秘書詳情 (第 11 項) Details of Company Secretary (Section 11)

A. 公司秘書(自然人) Company Secretary (Natural Person)

中文姓名
Name in Chinese

英文姓名 姓氏
Name in English Surname

名字
Other Names

前用姓名 中文
Previous Names Chinese

英文
English

別名 中文
Alias Chinese

英文
English

13 香港通訊地址
Hong Kong Correspondence Address

地區 香港 / HONG KONG
Region

14 電郵地址
Email Address

15 身分證明 Identification
(a) 香港身分證號碼
Hong Kong Identity Card Number

(b) 護照 簽發國家
Passport Issuing Country

號碼
Number

B. 公司秘書(法人團體) Company Secretary (Body Corporate)

16 中文名稱
Name in Chinese

16 英文名稱
Name in English

17 香港地址
Hong Kong Address

地區 香港 / HONG KONG
Region

14 電郵地址
Email Address

公司編號 Company Number

表格
Form **NAR1**

續頁 B Continuation Sheet B

本申報表的結算日期
Date to which this Return is Made Up

公司編號 Company Number

--	--	--

日 DD 月 MM 年 YYYY

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董事詳情 (自然人) (第 12A 項) Details of Director (Natural Person) (Section 12A)

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

18 身分 Capacity 董事 Director 候補董事 Alternate Director

代替 Alternate to

中文姓名 Name in Chinese

英文姓名 Name in English 姓氏 Surname

名字 Other Names

前用姓名 Previous Names 中文 Chinese

英文 English

別名 Alias 中文 Chinese

英文 English

19 住址 Residential Address

國家 / 地區 Country / Region

20 電郵地址 Email Address

24 身分證明 Identification

(a) 香港身分證號碼 Hong Kong Identity Card Number

 ()

(b) 護照 Passport 簽發國家 Issuing Country

號碼 Number

表格 **NAR1**
Form

續頁 C Continuation Sheet C

本申報表的結算日期
Date to which this Return is Made up

--	--	--

日 DD 月 MM 年 YYYY

公司編號 Company Number

--

董事詳情 (法人團體) (第 12B 項) Details of Director (Body Corporate) (Section 12B)

請在適用的空格內加上 號 Please tick the relevant box(es)

18 1 身分 Capacity 董事 Director 候補董事 Alternate Director

	代替 Alternate to

中文名稱 Name in Chinese

英文名稱 Name in English

22 地址 Address

國家/地區 Country/Region

20 電郵地址 Email Address

公司編號 Company Number
(只適用於在香港註冊的法人團體)
(Only applicable to body corporate registered in Hong Kong)

18 2 身分 Capacity 董事 Director 候補董事 Alternate Director

	代替 Alternate to

中文名稱 Name in Chinese

英文名稱 Name in English

22 地址 Address

國家/地區 Country/Region

20 電郵地址 Email Address

公司編號 Company Number
(只適用於在香港註冊的法人團體)
(Only applicable to body corporate registered in Hong Kong)

表格 **NAR1**
Form

續頁 D Continuation Sheet D

本申報表的結算日期
Date to which this Return is Made Up

--	--	--

日 DD 月 MM 年 YYYY

公司編號 Company Number

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24 **公司紀錄 (第 14 項) Company Records (Section 14)**

公司備存下列紀錄的地址(如並非備存於第 6 項所述的註冊辦事處內)

Address where the following company records are kept (if not kept at the registered office stated in Section 6)

公司紀錄 Company Records

地址 Address

--	--

**《公司條例》(香港法例第 622 章)
第 662 條規定交付的**

周年申報表

填表須知 — 表格 NAR1

附註

引言

1. 每間在香港成立為法團的公司必須向公司註冊處處長(「處長」)交付一份周年申報表登記。公司董事及公司秘書有責任確保申報表正確反映公司於申報表的結算日期的狀況。
2. 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。
3. 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。

交付表格的期限

4. **本表格必須於申報表的結算日期後 42 日內交付處長登記。**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。不論公司屬何類別, 逾期提交者均須繳付較高的註冊費用。

費用

5. 本表格必須連同正確的註冊費用一併交付,否則公司註冊處不會接納。公司註冊處將依據公司重新交付表格的日期,計算所需繳付的註冊費用。有關所需費用的詳情,請參閱《主要服務收費表》資料小冊子。如以港幣劃線支票繳付費用,抬頭請註明「公司註冊處」。請勿郵寄現金。

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,並將依據公司重新交付已簽妥的表格的日期,計算所需繳付的註冊費用。

商業名稱 (第 2 項)

7. 除公司名稱外,請申報所採用的任何商業名稱。

本申報表的結算日期 (第 4 項)

8. 請述明申報表的結算日期。就某一年而言,私人公司的申報表的結算日期,即該公司成立為法團之日在該年中的周年日。就某一財政年度而言,公眾公司的申報表的結算日期,即該公司的會計參照期結束後的 6 個月屆滿之日;屬擔保有限公司的申報表的結算日期,即該公司的會計參照期結束後的 9 個月屆滿之日。

隨本表格交付的財務報表所涵蓋的會計期 (第 5 項)

9. (a) 公眾公司或擔保有限公司的周年申報表須隨附根據《公司條例》第 430 條須送交該公司每名成員的關乎該財政年度的報告文件的副本,包括財務報表、董事報告及就該財務報表作出的核數師報告。該等副本須經該公司的一名董事或公司秘書核證為真實副本。

(b) 如(a)段所述的任何文件所用的語文既非中文亦非英文，該文件的經核證英文或中文譯本必須附於該文件。

註冊辦事處地址 (第 6 項)

10. 註冊辦事處的地址必須為公司於申報表的結算日期當日的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。

電郵地址 (第 7 項)

11. 請提供公司的電郵地址(如有的話)以便聯絡。如電郵地址其後有任何更改，請以表格 NR1 通知公司註冊處。

股本 (第 10 項)

12. 有股本的公司必須申報其已發行股本及已繳股款的詳細資料。以下例子只供參考。

例子： 甲乙丙有限公司已發行 5,000 股普通股，截至本申報表的結算日期該等普通股已繳足股款。

截至本申報表的結算日期 As at the Date to which this Return is Made Up				
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	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up
普通股	港元	5,000	5,000	5,000
總數 Total	港元	5,000	5,000	5,000

公司秘書 (第 11 項)

13. 請申報屬自然人的公司秘書 在香港的通訊地址。本處不接納非香港地址或郵政信箱號碼。
14. 請提供公司秘書的電郵地址(如有的話)以便聯絡。如電郵地址其後有任何更改，請以表格 ND2B 通知公司註冊處。
15. 請申報屬自然人的公司秘書的香港身分證號碼。如該人並非香港身分證持有人，請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人，亦沒有任何國家的護照，則請在有關的空格內填上「無」。
16. 如某商號的所有合夥人為公司的聯名公司秘書，請在供公司秘書(法人團體)填報名稱的空格內申報商號名稱。
17. 如公司秘書屬法人團體，請註明其在 香港 的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。

董事 (第 12 項)

18. 請述明董事的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。
19. 請申報屬自然人的董事或備任董事的**通常住址**。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
20. 請提供董事或備任董事的電郵地址(如有的話) 以便聯絡。如電郵地址其後有任何更改，請以表格 ND2B 或 ND7 通知公司註冊處。
21. 請申報屬自然人的董事或備任董事的香港身分證號碼。如該人並非香港身分證持有人，請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人，亦沒有任何國家的護照，則請在有關的空格內填上「無」。
22. 如董事屬法人團體，請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。

有股本公司的成員詳情 (第 13 項)

23. 如公司屬有股本的公司，請於附表一(適用於非上市公司)或附表二(適用於上市公司)申報公司成員的詳情。

公司紀錄 (第 14 項)

24. 公司紀錄指《公司條例》規定公司須備存的登記冊、索引、協議、備忘錄、會議紀錄或其他文件，但不包括會計紀錄。

《董事責任指引》

25. 所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁 (www.cr.gov.hk) 閱覽或下載，印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

非上市公司的成員詳情 (附表一)

26. (a) 每類別股份的已發行總數必須與申報表第 10 項中所申報該類別股份的已發行股份總數相同。
(b) 如成員的詳情有任何更改，請在「備註」一欄內相關之處說明(例如：更改地址、更改名稱等)。
(c) 如公司股本的結構有任何更改，例如：某一類別股份轉換為另一類別股份、已發行的股份被公司沒收等，請在「備註」一欄內相關之處說明(例如：'A'股於 XXXX 年 XX 月 XX 日轉換為'B'股、股份於 XXXX 年 XX 月 XX 日被沒收等)。
(d) 如公司備存成員登記支冊，而該登記支冊所載記項的詳情與需要載於周年申報表內的事項有關，而且該周年申報表是在該等記項的文本送抵該公司的註冊辦事處之後交付處長，請申報有關的詳情。

上市公司的成員詳情 (附表二)

27. 上市公司須於附表二提供的成員詳情，僅限於周年申報表的結算日期當日持有該公司任何類別股份中的 5% 或多於 5% 發行股本的成員的詳情。

ANNUAL RETURN

For the purposes of section 662 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAR1

Introduction

1. Every company incorporated in Hong Kong must make an annual return which should be delivered to the Registrar of Companies (the Registrar) for registration. It is the duty of the director(s) and the company secretary to ensure that the return accurately reflects the affairs of the company as at the date to which the return is made up.
2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.

Deadline for Delivery of this Form

4. **This form must be delivered to the Registrar for registration within 42 days after the date to which the return is made up** 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. Regardless of the types of companies, **late submission will be subject to payment of a higher registration fee**.

Fee

5. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. The registration fee payable will be calculated according to the resubmission date of the form. Please refer to the information pamphlet on 'Price Guide to Main Services' for the correct fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

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. The registration fee payable will be calculated according to the resubmission date of the properly signed form.

Business Name (Section 2)

7. Please state any business names used in addition to the company's name.

Date to which this Return is Made Up (Section 4)

8. Please state the date to which the Annual Return is made up. For a private company, the date to which the return is made up in respect of a particular year is the anniversary of the date of the company's incorporation in that year. For a public company, the date to which the return is made up in respect of a particular financial year is the date that is 6 months after the end of its accounting reference period. For a company limited by guarantee, the date to which the return is made up in respect of a particular financial year is the date that is 9 months after the end of its accounting reference period.

Period Covered by Financial Statements Delivered with this Form (Section 5)

9. (a) Public companies and companies limited by guarantee are required to deliver with each annual return copies of the reporting documents required to be sent to every member of the company under section 430 of the Companies Ordinance, which include the financial statements and the directors' report for the financial year and the auditors' report on those financial statements. Copies of the reporting documents must be certified by a director or the company secretary to be true copies.
- (b) If any of the documents is in a language other than Chinese or English, a certified translation in English or Chinese of the document must be delivered.

Address of Registered Office (Section 6)

10. The address must be the registered office address as at the date to which the return is made up. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.

Email Address (Section 7)

11. Please provide the email address of the company, if any, to facilitate electronic communication. If there is any subsequent change in the email address, please notify the Companies Registry by completing Form NR1.

Share Capital (Section 10)

12. A company having a share capital must report the details of its issued and paid up share capital. An example is provided below for reference only.

e.g. ABC Company Limited has issued 5,000 ordinary shares which are fully paid as at the date of this return.

截至本申報表的結算日期 As at the Date to which this Return is Made Up				
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	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up
Ordinary	HKD	5,000	5,000	5,000
總數 Total	HKD	5,000	5,000	5,000

Company Secretary (Section 11)

13. Please provide the correspondence address in Hong Kong of the company secretary who is a natural person. Non-Hong Kong addresses or post office box numbers are not acceptable.
14. Please provide the email address of the company secretary, if any, to facilitate electronic communication. If there is any subsequent change in the email address, please notify the Companies Registry by completing Form ND2B.
15. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of the company secretary who is a natural person should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
16. If all the partners in a firm are joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).
17. If the company secretary is a body corporate, the address of its registered or principal office in Hong Kong should be given. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.

Directors (Section 12)

18. Please state the capacity(ies) of the director(s). In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it is the alternate.
19. Please provide the **usual residential address** of a director or reserve director who is a natural person. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of addresses or post office box numbers are not acceptable.
20. Please provide the email address of the director or reserve director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B or ND7.
21. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of a director or reserve director who is a natural person should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
22. If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of addresses or post office box numbers are not acceptable.

Particulars of Member(s) of a Company Having a Share Capital (Section 13)

23. For a company having a share capital, details of members should be attached to this return. For non-listed companies, please complete Schedule 1. For listed companies, Schedule 2 should be used.

Company Records (Section 14)

24. Company records mean any register, index, agreement, memorandum, minutes or other document required by the Companies Ordinance to be kept by a company, but do not include accounting records.

'A Guide on Directors' Duties'

25. All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Particulars of Member(s) of a Non-listed Company (Schedule 1)

26. (a) For each class of shares, the total number of issued shares for the class must agree with the total number of issued shares for that class as reported in Section 10 of the return.
(b) If there have been any changes in the particulars of the member(s), please indicate the changes in the 'Remarks' column against the related entry (e.g. change of address, change of name etc.).
(c) If there have been any changes in the structure of the share capital of the company, e.g. conversion of one class of shares into shares of another class, forfeiture of issued shares etc., please indicate the changes in the 'Remarks' column against the related entry (e.g. 'A' shares converted to 'B' shares on dd / mm / yyyy, shares forfeited on dd / mm / yyyy etc.).
(d) If the company keeps a branch register of members and the particulars of the entries in that register relate to matters which are required to be contained in the annual return, particulars of the entries in that register should be included in the annual return if copies of those entries have been received at the registered office of the company before the annual return is delivered to the Registrar.

Particulars of Member(s) of a Listed Company (Schedule 2)

27. The particulars of members of a listed company to be provided in Schedule 2 are limited to those relating to members who held 5% or more of the issued shares in any class of the company's shares as at the date to which the return is made up.



公司註冊處
Companies Registry

更改公司秘書及董事通知書(委任/停任)
Notice of Change of Company Secretary and
Director (Appointment/Cessation)

表格
Form **ND2A**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 公司秘書/董事的停任 Cessation to Act as Company Secretary/Director

(如超過一名公司秘書/董事停任, 請用續頁 A 填報 Use Continuation Sheet A if more than 1 company secretary/director ceased to act)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

身分 Capacity	<input type="checkbox"/> 公司秘書 Company Secretary	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to
				<input type="text"/>

公司秘書/董事的詳情 (自然人) Particulars of Company Secretary/Director (Natural Person)

中文姓名
Name in Chinese

英文姓名
Name in English

姓氏 Surname

名字
Other Names

身分證明
Identification

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	()	<input type="text"/>
----------------------	----------------------	----------------------	----------------------	----------------------	----------------------	----------------------	----------------------	-----	----------------------

香港身分證號碼
Hong Kong Identity Card Number

護照號碼
Passport Number

或 OR

B. 停任詳情 Details of Cessation

公司秘書/董事的詳情 (法人團體) Particulars of Company Secretary/Director (Body Corporate)

中文及英文名稱 Chinese and English Names

停任原因
Reason for Cessation

辭職/其他
Resignation/Others

去世
Deceased

停任日期
Date of Cessation

<input type="text"/>	<input type="text"/>	<input type="text"/>
日 DD	月 MM	年 YYYY

上述董事或候補董事在停任日期後, 是否仍然擔任這公司的候補董事或董事職位?
Will this director or alternate director continue to hold office as alternate director or director in this company after the date of cessation?

是 Yes

否 No

提交人資料 Presentor's Reference

姓名 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

表格 **ND2A**

公司編號 Company Number

3 委任公司秘書／董事（自然人） Appointment of Company Secretary/Director (Natural Person)

(如委任超過一名自然人為公司秘書／董事，請用續頁B填報 Use Continuation Sheet B if more than 1 natural person is appointed as company secretary /director)

請在適用的空格內加上 號 Please tick the relevant box(es)

12

身分 Capacity	<input type="checkbox"/> 公司秘書 Company Secretary	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to
				<input type="text"/>

中文姓名 Name in Chinese	<input type="text"/>		
英文姓名 Name in English	姓氏 Surname	<input type="text"/>	
	名字 Other Names	<input type="text"/>	
前用姓名 Previous Names	中文 Chinese	<input type="text"/>	
	英文 English	<input type="text"/>	
別名 Alias	中文 Chinese	<input type="text"/>	
	英文 English	<input type="text"/>	

13

地址 Address	<input type="text"/>
	<input type="text"/>
	<input type="text"/>
	<input type="text"/>
	國家／地區 Country/Region
	<input type="text"/>

14

電郵地址 Email Address	<input type="text"/>
-----------------------	----------------------

15

身分證明 Identification			
(a) 香港身分證號碼 Hong Kong Identity Card Number	<input type="text"/>	<input type="text"/>	()
(b) 護照 Passport	簽發國家 Issuing Country	<input type="text"/>	
	號碼 Number	<input type="text"/>	
委任日期 Date of Appointment	<input type="text"/>	<input type="text"/>	<input type="text"/>
	日 DD	月 MM	年 YYYY

16

上述董事或候補董事在獲得這次委任時，是否已經是這公司的現任候補董事或董事？ 是 Yes
Is this director or alternate director already an existing alternate director or director in this company at the time of this appointment? 否 No

17

提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
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17

出任董事職位同意書 Consent to Act as Director *請刪去不適用者 Delete whichever does not apply

本人同意擔任公司的董事／候補董事*，並確認本人已年滿 18 歲。
I consent to act as director/alternate director* of this company and confirm that I have attained the age of 18 years.

簽署 Signed : _____

表格 **ND2A**

公司編號 Company Number

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4 委任公司秘書／董事（法人團體） Appointment of Company Secretary／Director (Body Corporate)

(如委任超過一個法人團體為公司秘書／董事，請用續頁 C 填報 Use Continuation Sheet C if more than 1 body corporate is appointed as company secretary / director)

請在適用的空格內加上 號 Please tick the relevant box(es)

18	身分 Capacity	<input type="checkbox"/> 公司秘書 Company Secretary	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

19	中文名稱 Name in Chinese	
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19	英文名稱 Name in English	
----	-------------------------	--

20	地址 Address	

21	國家／地區 Country / Region	
----	---------------------------	--

21	電郵地址 Email Address	
----	-----------------------	--

公司編號 Company Number <small>(只適用於在香港註冊的法人團體) (Only applicable to body corporate registered in Hong Kong)</small>	
--	--

委任日期 Date of Appointment	日 DD	月 MM	年 YYYY

22	上述董事或候補董事在獲得這次委任時，是否已經是這公司的現任候補董事或董事？ Is this director or alternate director already an existing alternate director or director in this company at the time of this appointment?	<input type="checkbox"/> 是 Yes	<input type="checkbox"/> 否 No
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23	提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
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23 出任董事職位同意書 Consent to Act as Director

本人謹代表上述公司確認，上述公司同意擔任公司的董事／候補董事*。
I, acting on behalf of the above named company, confirm that the above company consents to act as director / alternate director* of this company.

簽署 Signed :	_____ 董事(法人團體)的董事／公司秘書／獲授權人士* Director / Company Secretary / Authorized Person of the Director (Body Corporate)*
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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			

24 5 確認(適用的話) Confirmation (If applicable)

名列本通知書內的每一名獲委任為公司秘書的自然人通常居於香港。

Each natural person appointed as company secretary and named in this Notice ordinarily resides in Hong Kong.

6	簽署 Signed :	
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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

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公司秘書／董事的停任 (第 2 項)
Cessation to Act as Company Secretary/Director (Section 2)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

7	身分 Capacity	<input type="checkbox"/>	公司秘書 Company Secretary	<input type="checkbox"/>	董事 Director	<input type="checkbox"/>	候補董事 Alternate Director	代替 Alternate to

公司秘書／董事的詳情 (自然人) Particulars of Company Secretary/Director (Natural Person)

中文姓名 Name in Chinese	
英文姓名 Name in English	姓氏 Surname
名字 Other Names	

8	身分證明 Identification	()	
		香港身分證號碼 Hong Kong Identity Card Number	護照號碼 Passport Number

或 **OR**

9 公司秘書／董事的詳情 (法人團體) Particulars of Company Secretary/Director (Body Corporate)

中文及英文名稱 Chinese and English Names

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B. 停任詳情 Details of Cessation

停任原因
Reason for Cessation

<input type="checkbox"/> 辭職／其他 Resignation/Others	<input type="checkbox"/> 去世 Deceased
---	--

10	停任日期 Date of Cessation			
		日 DD	月 MM	年 YYYY

11	上述董事或候補董事在停任日期後，是否仍然擔任這公司的候補董事或董事職位？ Will this director or alternate director continue to hold office as alternate director or director in this company after the date of cessation?	<input type="checkbox"/> 是 Yes
		<input type="checkbox"/> 否 No

委任公司秘書／董事（自然人）（第 3 項）

Appointment of Company Secretary/Director (Natural Person) (Section 3)

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

12	身分 Capacity	<input type="checkbox"/> 公司秘書 Company Secretary	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to
					<input type="text"/>

中文姓名 Name in Chinese	<input type="text"/>
英文姓名 Name in English	姓氏 Surname <input type="text"/>
	名字 Other Names <input type="text"/>
前用姓名 Previous Names	中文 Chinese <input type="text"/>
	英文 English <input type="text"/>
別名 Alias	中文 Chinese <input type="text"/>
	英文 English <input type="text"/>

13	地址 Address	<input type="text"/>
		<input type="text"/>
		<input type="text"/>
		<input type="text"/>
	國家／地區 Country/Region	<input type="text"/>
14	電郵地址 Email Address	<input type="text"/>

15	身分證明 Identification	
	(a) 香港身分證號碼 Hong Kong Identity Card Number	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> ()
	(b) 護照 Passport	簽發國家 Issuing Country <input type="text"/>
		號碼 Number <input type="text"/>
	委任日期 Date of Appointment	<input type="text"/> <input type="text"/> <input type="text"/>
		日 DD 月 MM 年 YYYY

16 上述董事或候補董事在獲得這次委任時，是否已經是這公司的現任候補董事或董事？ 是 Yes
Is this director or alternate director already an existing alternate director or director in this company at the time of this appointment? 否 No

17	提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read "A Guide on Directors' Duties" published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
----	---------------------	---

17 出任董事職位同意書 Consent to Act as Director *請刪去不適用者 Delete whichever does not apply

本人同意擔任公司的董事／候補董事*，並確認本人已年滿 18 歲。
I consent to act as director/alternate director* of this company and confirm that I have attained the age of 18 years.

簽署 Signed:

表格 **ND2A**

續頁 C Continuation Sheet C

公司編號 Company Number

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委任公司秘書／董事（法人團體）（第 4 項）

Appointment of Company Secretary/Director (Body Corporate) (Section 4)

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

18	身分 Capacity	<input type="checkbox"/> 公司秘書 Company Secretary	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

19	中文名稱 Name in Chinese	
----	-------------------------	--

19	英文名稱 Name in English	
----	-------------------------	--

20	地址 Address	

國家／地區
Country/Region

21	電郵地址 Email Address	
----	-----------------------	--

公司編號 Company Number <small>(只適用於在香港註冊的法人團體) (Only applicable to body corporate registered in Hong Kong)</small>	
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委任日期 Date of Appointment	<table border="1" style="width: 100%;"> <tr> <td style="width: 33%; text-align: center;">日 DD</td> <td style="width: 33%; text-align: center;">月 MM</td> <td style="width: 33%; text-align: center;">年 YYYY</td> </tr> </table>	日 DD	月 MM	年 YYYY
日 DD	月 MM	年 YYYY		

22	上述董事或候補董事在獲得這次委任時，是否已經是這公司的現任候補董事或董事？ Is this director or alternate director already an existing alternate director or director in this company at the time of this appointment?	<input type="checkbox"/> 是 Yes <input type="checkbox"/> 否 No
----	---	---

23	提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide to Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
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23	<p>出任董事職位同意書 Consent to Act as Director</p> <p>本人謹代表上述公司確認，上述公司同意擔任公司的董事／候補董事*。 I, acting on behalf of the above named company, confirm that the above company consents to act as director/alternate director* of this company.</p> <p>簽署 Signed: _____ 董事(法人團體)的董事／公司秘書／獲授權人士* Director/Company Secretary/Authorized Person of the Director (Body Corporate)*</p>
----	---

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

**《公司條例》(香港法例第 622 章)
第 645(1)、645(4)、652(1) 及 652(2) 條規定交付的**

更改公司秘書及董事通知書(委任/停任)

填表須知 — 表格 ND2A

附註

引言

1. (a) 本表格是用以通知公司註冊處處長(「處長」)有關在香港成立為法團的公司的公司秘書或聯名公司秘書(「公司秘書」)或董事的委任(包括候補董事的委任但不包括備任董事的提名)。本表格亦用以通知處長有關公司秘書或董事(包括候補董事但不包括備任董事)的停任。公司須在公司秘書或董事獲委任或停任後的 15 日內將本表格交付處長登記。
 - (b) 每間在香港成立為法團的私人公司必須有一名公司秘書及最少一名屬自然人的董事，但公司秘書一職 **不得** 由公司的唯一董事兼任。只有一名董事的私人公司 **不得** 委任一個亦以該董事為唯一董事的法人團體作為該公司的公司秘書。如私人公司屬某公司集團的成員，而該公司集團的成員當中有上市公司，該私人公司不得委任法人團體為董事。
 - (c) 每間在香港成立為法團的公眾公司及擔保有限公司必須有一名公司秘書及最少兩名董事，公司秘書一職可由其中一名董事兼任。法人團體 **不得** 擔任該類公司的董事。
 - (d) 如私人公司只有一名成員，而該成員同時亦是該公司的唯一董事，則不論該公司的章程細則有何規定，該公司可藉在成員大會上通過的決議，提名一位年滿 18 歲的人士(須不屬法人團體)為該公司的備任董事，一旦唯一董事去世，即可代替其行事。
2. 請使用適當的表格申報下列更改—

更改事項	表格
本地公司董事(包括候補董事) 或公司秘書詳情的更改	表格 ND2B
本地公司備任董事的提名或停任	表格 ND5
本地公司備任董事詳情的更改	表格 ND7

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。

公司秘書／董事的停任 (第 2 項)

7. 請述明停任者的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。
8. 請填報停任的屬自然人的公司秘書或董事已在公司註冊處登記的香港身分證號碼或護照號碼，以方便本處識別身分。如該項資料未曾在本處登記，請在有關的空格內填上「無」。
9. 如停任的公司秘書為某商號的所有合夥人，請在供公司秘書(法人團體)申報名稱的空格內申報商號名稱。
10. 如公司秘書或董事去世，請申報其去世日期，作為停任日期。
11. 請述明董事或候補董事在停任後，是否仍然擔任其他董事(包括候補董事)職位。如申報公司秘書的停任，則無需填報此項。

委任公司秘書／董事 (自然人) (第 3 項)

12. 請述明獲委任者的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。
13. (a) 請申報公司秘書 在香港的通訊地址。本處不接納非香港地址或郵政信箱號碼。
(b) 請申報董事的 通常住址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
14. 請提供公司秘書或董事的電郵地址(如有的話) 以方便聯絡。如電郵地址其後有任何更改，請以表格 ND2B 通知公司註冊處。
15. 請申報公司秘書或董事的香港身分證號碼。如該人並非香港身分證持有人，請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人，亦沒有任何國家的護照，則請在有關的空格內填上「無」。
16. 請述明獲委任者是否已擔任董事或其他董事的候補董事的職位。如申報公司秘書的委任，則無需填報此項。
17. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁 (www.cr.gov.hk) 閱覽或下載，印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

委任公司秘書／董事 (法人團體) (第 4 項)

18. 請述明獲委任者的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。
19. 如某商號的所有合夥人獲委任為公司的聯名公司秘書，請在供公司秘書(法人團體)申報名稱的空格內填報商號名稱。
20. (a) 如公司秘書屬法人團體，請註明其在 香港 的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。
(b) 如董事屬法人團體，請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
21. 請提供公司秘書或董事的電郵地址(如有的話) 以方便聯絡。如電郵地址其後有任何更改，請以表格 ND2B 通知公司註冊處。

22. 請述明獲委任者是否已擔任董事或其他董事的候補董事的職位。如申報公司秘書的委任，則無需填報此項。

23. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁 (www.cr.gov.hk) 閱覽或下載，印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

確認 (第 5 項)

24. 如公司秘書屬自然人，必須通常居於香港。

**NOTICE OF CHANGE OF COMPANY SECRETARY AND DIRECTOR
(APPOINTMENT / CESSATION)**

For the purposes of sections 645(1), 645(4), 652(1) and 652(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND2A

Introduction

1. (a) This form should be used to notify the Registrar of Companies (the Registrar) of the appointment of a company secretary or joint company secretaries (company secretary) or director (including the appointment of an alternate director but excluding the nomination of a reserve director) of a company incorporated in Hong Kong. This form should also be used to notify the Registrar of a company secretary or director (including an alternate director but excluding a reserve director) ceasing to hold office. This form should be delivered to the Registrar for registration within 15 days after the appointment or cessation.
 - (b) Every private company incorporated in Hong Kong must have a company secretary and at least one director who is a natural person. The sole director of a private company must **not** also be the company secretary of the company. A private company having only one director must **not** have as company secretary a body corporate the sole director of which is the sole director of the private company. If the private company is a member of a group of companies of which a listed company is a member, the private company cannot appoint a body corporate as its director.
 - (c) Every public company and company limited by guarantee must have a company secretary and at least two directors, one of whom may be the company secretary. A body corporate must **not** be appointed as a director of these types of companies.
 - (d) Where a private company has only one member and that member is also the sole director of the company, the company may by a resolution passed at a general meeting, despite anything in its articles, nominate a person (other than a body corporate) who has attained the age of 18 years as a reserve director of the company to act in the place of the sole director in the event of his or her death.
2. Please use the appropriate form to report the following changes —

Types of changes	Forms
Changes in particulars of the company secretary or director (including alternate director) of a local company	Form ND2B
Nomination or cessation of nomination of the reserve director of a local company	Form ND5
Changes in particulars of the reserve director of a local company	Form ND7

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 Presenter's Reference. Unless the presenter 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.

Cessation to Act as Company Secretary / Director (Section 2)

7. Please indicate the capacity(ies) of the person(s) ceasing to act. In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it was the alternate.
8. If the company secretary or director who is a natural person has ceased to hold office and has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nil' in the boxes provided.
9. If all the partners in a firm cease to be the joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).
10. For a deceased company secretary or director, the date of death should be given as the date of cessation.
11. Please indicate whether the director or alternate director still holds any directorship(s) (including alternate directorship(s)) after the cessation of appointment. There is no need to complete this item when reporting the cessation of appointment of the company secretary.

Appointment of Company Secretary / Director (Natural Person) (Section 3)

12. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
13. (a) Please provide the correspondence address in Hong Kong of the company secretary. Non-Hong Kong addresses or post office box numbers are not acceptable.
(b) Please provide the usual residential address of the director. If a non-Hong Kong address is given, please also complete the box for 'Country / Region'. 'Care of' addresses or post office box numbers are not acceptable.
14. Please provide the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.
15. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of the company secretary or director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
16. Please indicate whether the appointee is an existing director or alternate director of the company at the time of appointment. There is no need to complete this item when reporting the appointment of the company secretary.
17. Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Appointment of Company Secretary / Director (Body Corporate) (Section 4)

18. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
19. If all the partners in a firm are appointed as joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).

20. (a) If the company secretary is a body corporate, the address of its registered or principal office in **Hong Kong** should be given. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.
- (b) If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses or post office box numbers are not acceptable.
21. Please provide the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.
22. Please indicate whether the appointee is an existing director or alternate director of the company at the time of appointment. There is no need to complete this item when reporting the appointment of the company secretary.
23. Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Confirmation (Section 5)

24. The company secretary, who is a natural person, must ordinarily reside in Hong Kong.



公司註冊處
Companies Registry

更改公司秘書及董事詳情通知書
Notice of Change in Particulars
of Company Secretary and Director

表格 **ND2B**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 公司秘書／董事詳情更改 (自然人)

Change in Particulars of Company Secretary/Director (Natural Person)

(如涉及超過一名屬自然人的公司秘書／董事，請用續頁A填報 Use Continuation Sheet A if more than 1 company secretary/director, who is a natural person, is involved)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

7

身分

Capacity

公司秘書

Company Secretary

董事

Director

候補董事

Alternate Director

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏

Surname

名字

Other Names

8

身分證明

Identification

香港身分證號碼

Hong Kong Identity Card Number

護照號碼

Passport Number

4

提交人資料 Presenter's Reference

姓名 Name:

地址 Address:

電話 Tel:

電郵 Email:

編號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

表格
Form **ND2B**

公司編號 Company Number

--

2 公司秘書／董事詳情更改（自然人）（續上頁）
Change in Particulars of Company Secretary／Director (Natural Person) (cont'd)

10 B. 更改詳情 Details of Change(s)

請只填報有更改的項目 Please complete item(s) with change(s) only

(a) 中文姓名 Name in Chinese

--

生效日期
Effective Date

--	--	--

日 DD 月 MM 年 YYYY

(b) 英文姓名 Name in English

--

姓氏 Surname

--

名字 Other Names

--	--	--

日 DD 月 MM 年 YYYY

11 (c) 別名 Alias

--

中文 Chinese

--

英文 English

--	--	--

日 DD 月 MM 年 YYYY

12 (d) 地址 Address

--

--

--

國家／地區
Country／Region

--

--	--	--

日 DD 月 MM 年 YYYY

13 (e) 電郵地址 Email Address

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--	--	--

日 DD 月 MM 年 YYYY

(f) 香港身分證號碼 Hong Kong Identity Card Number

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日 DD 月 MM 年 YYYY

(g) 護照 Passport

--

簽發國家 Issuing Country

--

號碼 Number

--	--	--

日 DD 月 MM 年 YYYY

表格
Form

ND2B

公司編號 Company Number

3 公司秘書／董事詳情更改 (法人團體)

Change in Particulars of Company Secretary/Director (Body Corporate)

(如涉及超過一名屬法人團體的公司秘書／董事，請用續頁 B 填報 Use Continuation Sheet B if more than 1 company secretary/director, which is a body corporate, is involved)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

- 7 身分 Capacity 公司秘書 Company Secretary 董事 Director 候補董事 Alternate Director

9 公司秘書／董事的名稱 (法人團體) Name of Company Secretary/Director (Body Corporate)

中文 Chinese

英文 English

公司編號 Company Number

(只適用於在香港註冊的法人團體)

(Only applicable to body corporate registered in Hong Kong)

10 B. 更改詳情 Details of Change(s)

請只填報有更改的項目 Please complete item(s) with change(s) only

14 (a) 公司秘書／董事的名稱 (法人團體)
Name of Company Secretary/Director (Body Corporate)

生效日期
Effective Date

日 DD	月 MM	年 YYYY
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中文 Chinese

英文 English

15 (b) 地址 Address

日 DD	月 MM	年 YYYY
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國家／地區
Country/Region

13 (c) 電郵地址 Email Address

日 DD	月 MM	年 YYYY
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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
頁數 Number of pages		

6 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

表格
Form

ND2B

續頁 A Continuation Sheet A

公司編號 Company Number

公司秘書／董事詳情更改 (自然人) (第 2 項)

Change in Particulars of Company Secretary / Director (Natural Person) (Section 2)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

7

身分

Capacity

公司秘書

Company Secretary

董事

Director

候補董事

Alternate Director

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏
Surname

名字
Other Names

8

身分證明

Identification

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	()
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香港身分證號碼

Hong Kong Identity Card Number

護照號碼

Passport Number

10

B. 更改詳情 Details of Change(s)

請只填報有更改的項目 Please complete item(s) with change(s) only

(a) 中文姓名 Name in Chinese

生效日期

Effective Date

<input type="text"/>	<input type="text"/>	<input type="text"/>
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日 DD 月 MM 年 YYYY

(b) 英文姓名 Name in English

姓氏 Surname

日 DD 月 MM 年 YYYY

名字 Other Names

11

(c) 別名 Alias

中文 Chinese

日 DD 月 MM 年 YYYY

英文 English

12

(d) 地址 Address

國家／地區
Country / Region

日 DD 月 MM 年 YYYY

13

(e) 電郵地址 Email Address

日 DD 月 MM 年 YYYY

(f) 香港身分證號碼 Hong Kong Identity Card Number

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	()
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日 DD 月 MM 年 YYYY

(g) 護照 Passport

簽發國家 Issuing Country

日 DD 月 MM 年 YYYY

號碼 Number

表格
Form

ND2B

續頁 B Continuation Sheet B

公司編號 Company Number

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公司秘書／董事詳情更改 (法人團體) (第 3 項)

Change in Particulars of Company Secretary/Director (Body Corporate) (Section 3)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

- 7 身分 Capacity 公司秘書 Company Secretary 董事 Director 候補董事 Alternate Director

9 公司秘書／董事的名稱 (法人團體) Name of Company Secretary/Director (Body Corporate)

--

中文 Chinese

--

英文 English

公司編號 Company Number

(只適用於在香港註冊的法人團體)

(Only applicable to body corporate registered in Hong Kong)

--

10 B. 更改詳情 Details of Change(s)

請只填報有更改的項目 Please complete item(s) with change(s) only

- 14 (a) 公司秘書／董事的名稱 (法人團體)
Name of Company Secretary/Director (Body Corporate)

生效日期
Effective Date

--

日 DD	月 MM	年 YYYY	

中文 Chinese

--

英文 English

- 15 (b) 地址 Address

日 DD	月 MM	年 YYYY	

國家／地區
Country/Region

--

- 15 (c) 電郵地址 Email Address

--

日 DD	月 MM	年 YYYY	

《公司條例》(香港法例第 622 章)
第 645(4) 及 652(2) 條規定交付的

更改公司秘書及董事詳情通知書

填表須知 — 表格 ND2B

附註

引言

1. 本表格是用以通知公司註冊處處長(「處長」)有關在香港成立為法團的公司的公司秘書或聯名公司秘書(「公司秘書」)或董事(包括候補董事但不包括備任董事)的詳情更改。如公司的公司秘書登記冊或董事登記冊所載的詳情有任何更改，該公司須在有關詳情更改後的 15 日內，將更改的通知以本表格交付處長登記。
2. 請使用適當的表格申報下列更改—

更改事項	表格
本地公司董事(包括候補董事)或公司秘書的委任或停任	表格 ND2A
本地公司備任董事的提名或停任	表格 ND5
本地公司備任董事詳情的更改	表格 ND7

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》中有關係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。

現時在公司註冊處登記的詳情 (第 2A 及 3A 項)

7. 請述明詳情有所更改者的身分。
8. 請填報屬自然人的公司秘書或董事已在公司註冊處登記的香港身分證號碼或護照號碼，以方便本處識別身分。如該項資料未曾在本處登記，請在有關的空格內填上「無」。
9. 如某商號的所有合夥人為公司的聯名公司秘書，請在供公司秘書(法人團體)填報名稱的空格內填報商號名稱。

更改詳情 (第 2B 及 3B 項)

10. 請在適當的空格內申報公司秘書或董事的**新詳情**，並在相關的空格內註明生效日期。沒有更改的詳情無需填報。
11. 如申報公司秘書或董事的新增別名，請在空格內將該公司秘書或董事現有的所有別名(包括已在公司註冊處登記的別名)一併填報，以便正確更新紀錄。

12. (a) 請申報屬自然人的公司秘書 在香港的通訊地址，本處不接納非香港地址或郵政信箱號碼。
- (b) 請申報屬自然人的董事的 通常住址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
13. 請提供或更新公司秘書或董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改，亦請以本表格通知公司註冊處。
14. 在申報屬法人團體的董事或公司秘書更改名稱時，須列明新的公司全名(即中文及英文名稱)。例如：屬法人團體的董事的名稱加入了新的中文名稱或更改現有的中文名稱而英文名稱沒有任何更改，便須在填報新董事名稱的方格內填上新的或已更改的中文名稱 及 現有的英文名稱。
15. (a) 如公司秘書屬法人團體，請註明其在 香港 的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。
- (b) 如董事屬法人團體，請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。

**NOTICE OF CHANGE IN PARTICULARS
OF COMPANY SECRETARY AND DIRECTOR**

For the purposes of sections 645(4) and 652(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND2B

Introduction

1. This form should be used to notify the Registrar of Companies (the Registrar) of any change in particulars of the company secretary or joint company secretaries (company secretary) or director (including an alternate director but excluding a reserve director) of a company incorporated in Hong Kong. This form should be delivered to the Registrar for registration within 15 days after the change in the particulars contained in the company's register of company secretaries or register of directors.
2. Please use the appropriate form to report the following changes —

Types of changes	Forms
Appointment or cessation of appointment of the company secretary or director (including an alternate director) of a local company	Form ND2A
Nomination or cessation of nomination of the reserve director of a local company	Form ND5
Changes in particulars of the reserve director of a local company	Form ND7

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 Presenter's Reference. Unless the presenter 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.

Particulars Currently Registered with the Companies Registry (Sections 2A and 3A)

7. Please indicate the capacity(ies) of the person(s) whose particulars have changed.
8. If the company secretary or director who is a natural person has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nil' in the boxes provided.
9. If all the partners in a firm are joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).

Details of Change(s) (Sections 2B and 3B)

10. Please state only the **new particulars** of the company secretary or director in the appropriate box(es) provided and specify the effective date of change in the corresponding box. There is no need to state those particulars which remain unchanged.
11. To report the addition of an alias, please also state all the other aliases (including the alias which has been registered with the Companies Registry) of the company secretary or director in the box provided to facilitate correct updating of the record.
12. (a) Please provide the **correspondence address in Hong Kong** of the company secretary who is a natural person. Non-Hong Kong addresses or post office box numbers are not acceptable.
(b) Please provide the **usual residential address** of a director who is a natural person. If a non-Hong Kong address of a director is given, please also complete the box for 'Country / Region'. 'Care of' addresses or post office box numbers are not acceptable.
13. Please provide or update the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing this form.
14. For reporting a change of name of a director or company secretary which is a body corporate, please state the new company name in full (i.e. both English and Chinese names). For example, if the name of a director which is a body corporate has been changed by adding a new Chinese name or replacing an old Chinese name without any change in its English name, the existing English name should still be stated together with the new Chinese name in the box provided for the new name of the director.
15. (a) If the company secretary is a body corporate, the address of its registered or principal office in **Hong Kong** should be given. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.
(b) If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address of the director is given, please also complete the box for 'Country / Region'. 'Care of' addresses or post office box numbers are not acceptable.



公司註冊處
Companies Registry

公司秘書及董事辭職通知書
Notice of Resignation of
Company Secretary and Director

表格 **ND4**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

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2 公司秘書／董事的辭職 Resignation of Company Secretary／Director

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

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

6	身分 Capacity	<input type="checkbox"/> 公司秘書 Company Secretary	<input type="checkbox"/> 董事 Director	<input type="checkbox"/> 候補董事 Alternate Director	代替 Alternate to

公司秘書／董事的詳情 (自然人) Particulars of Company Secretary／Director (Natural Person)

中文姓名 Name in Chinese	
英文姓名 Name in English	姓氏 Surname
	名字 Other Names

7	身分證明 Identification	香港身分證號碼 Hong Kong Identity Card Number	護照號碼 Passport Number
		()	

或 OR

8	公司秘書／董事的詳情 (法人團體) Particulars of Company Secretary／Director (Body Corporate) 中文及英文名稱 Chinese and English Names

B. 辭職詳情 Details of Resignation

辭職日期 Date of Resignation	日 DD	月 MM	年 YYYY
	()	()	()

9 上述董事或候補董事在辭職日期後，是否仍然擔任這公司的候補董事或董事職位？ Will this director or alternate director continue to hold office as alternate director or director in this company after the date of resignation?	<input type="checkbox"/> 是 Yes <input type="checkbox"/> 否 No
---	---

<p>3 提交人資料 Presentor's Reference</p> <p>姓名 Name:</p> <p>地址 Address:</p> <p>電話 Tel:</p> <p>電郵 Email:</p> <p>檔號 Reference:</p>	<p>請勿撰寫本欄 For Official Use</p>
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10 3 辭職通知 Notice of Resignation

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

按照上述公司的章程細則或本人與該公司訂立的協議的規定，本人須向該公司發出辭職通知；本人亦已按照該規定發出辭職通知。
I am required by the articles of the above-named Company or by an agreement with the Company to give notice of resignation to the Company and I have given notice of resignation in accordance with the requirement.

按照上述公司的章程細則或本人與該公司訂立的協議的規定，本人須向該公司發出辭職通知。本人並未按照該規定發出通知，但已將辭職通知的印本送交該公司；或將該通知的電子版發送予該公司；或將該通知留在該公司的註冊辦事處。
I am required by the articles of the above-named Company or by an agreement with the Company to give notice of resignation to the Company. I have not given notice of resignation in accordance with the requirement but I have sent the notice of resignation to the Company in hard copy form or in electronic form, or have left it at the registered office of the Company.

按照上述公司的章程細則或本人與該公司訂立的任何協議，本人不須向該公司發出辭職通知。
I am not required by the articles of the above-named Company or by any agreement with the Company to give notice of resignation to the Company.

5 簽署 Signed :

姓名 Name : _____ 日期 Date : _____

辭職的公司秘書／董事 *
Resigning Company Secretary / Director *

日 DD / 月 MM / 年 YYYY

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

**《公司條例》(香港法例第 622 章)
第 464(3) 及 477(3) 條規定交付的**

公司秘書及董事辭職通知書

填表須知 — 表格 ND4

附註

引言

1. (a) 辭職的公司秘書或董事(包括候補董事但不包括備任董事)如有合理理由相信公司將不會就其辭職一事以表格 ND2A 通知公司註冊處處長(「處長」), 須自行將辭職一事, 以本表格通知處長。
- (b) 辭職的備任董事如有合理理由相信公司將不會就其辭職一事以表格 ND5 通知處長, 須自行將辭職一事, 以表格 ND8 通知處長。
2. 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。
3. 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。
4. 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

5. 本表格必須由辭職的公司秘書或董事簽署, 公司註冊處不接納未簽妥的表格。

現時在公司註冊處登記的詳情 (第 2A 項)

6. 請述明辭職者的身分。如屬候補董事, 請註明獲代替行事的董事姓名或名稱。
7. 請填報辭職的屬自然人的公司秘書或董事已在公司註冊處登記的香港身分證號碼或護照號碼, 以方便本處識別身分。如該項資料未曾在本處登記, 請在有關的空格內填「無」。
8. 如辭職的聯名公司秘書為某商號的所有合夥人, 請在供公司秘書(法人團體)填報名稱的空格內填上商號名稱。

辭職詳情 (第 2B 項)

9. 請述明董事或候補董事在辭職後, 是否仍然擔任其他董事(包括候補董事)職位。如申報公司秘書辭職, 則無需填報此項。

辭職通知 (第 3 項)

10. 如公司的章程細則或與該公司訂立的任何協議, 規定辭職的董事或公司秘書向該公司發出辭職通知, 則除非該董事或公司秘書已按照《公司條例》第 464 或 477 條發出通知, 否則該項辭職無效。

NOTICE OF RESIGNATION OF COMPANY SECRETARY AND DIRECTOR

For the purposes of sections 464(3) and 477(3) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND4

Introduction

1. (a) A resigning company secretary or director (including an alternate director but excluding a reserve director) should use this form to notify the Registrar of Companies (the Registrar) of his or her or its resignation if there are reasonable grounds for believing that the company will not deliver a notice of the resignation in the specified form, Form ND2A, to the Registrar for registration.
- (b) A resigning reserve director should use Form ND8 to deliver a notice of his or her resignation to the Registrar if there are reasonable grounds for believing that the company will not deliver such a notice in the specified form, Form ND5, to the Registrar for registration.
2. 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.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. 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

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

Particulars Currently Registered with the Companies Registry (Section 2A)

6. Please indicate the capacity(ies) of the person(s) ceasing to act. In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it was the alternate.
7. If the resigning company secretary or director, who is a natural person, has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nil' in the boxes provided.
8. If all the partners in a firm resigned as joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).

Details of Resignation (Section 2B)

9. Please indicate whether the director or alternate director still holds any directorship(s) (including alternate directorship(s)) after the resignation. There is no need to complete this item when reporting the resignation of the company secretary.

Notice of Resignation (Section 3)

10. Please note that where notice of the resignation of a director or the company secretary is required to be given by the articles of the company or by any agreement with the company, the resignation of the director or the company secretary does not have effect unless such notice has been given in accordance with section 464 or 477 of the Companies Ordinance.



公司註冊處
Companies Registry

更改備任董事通知書(提名/停任)
Notice of Change of Reserve Director
(Nomination/Cessation)

表格
Form **ND5**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 備任董事的停任 Cessation to be Reserve Director

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

中文姓名
Name in Chinese

英文姓名
Name in English

姓氏 Surname

名字
Other Names

7 身分證明
Identification

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	()	<input type="text"/>
----------------------	----------------------	----------------------	----------------------	----------------------	----------------------	----------------------	----------------------	-----	----------------------

香港身分證號碼
Hong Kong Identity Card Number

護照號碼
Passport Number

8 B. 停任日期
Date of Cessation

<input type="text"/>	<input type="text"/>	<input type="text"/>
日 DD	月 MM	年 YYYY

3 備任董事的提名 Nomination of Reserve Director

A. 獲提名的備任董事的資料 Particulars of Reserve Director Nominated

中文姓名
Name in Chinese

英文姓名
Name in English

姓氏 Surname

名字
Other Names

前用姓名
Previous Names

中文 Chinese

英文 English

4 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

電話 Tel:
電郵 Email:
檔號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

表格 **ND5**
Form

公司編號 Company Number

--

3 備任董事的提名 Nomination of Reserve Director (續上頁 cont'd)

A. 獲提名的備任董事的資料 Particulars of Reserve Director Nominated

別名 Alias	中文 Chinese	
	英文 English	
住址 Residential Address		
	國家 / 地區 Country / Region	
電郵地址 Email Address		

身分證明 Identification

(a) 香港身分證號碼 Hong Kong Identity Card Number										()
(b) 護照 Passport	簽發國家 Issuing Country									
	號碼 Number									

提名日期

Date of Nomination

	日 DD	月 MM	年 YYYY
--	------	------	--------

提示 Advisory Note	所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
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B. 接受提名同意書 Acceptance of Nomination

本人接受提名為公司的備任董事，並確認本人已年滿 18 歲。 I accept the nomination as the reserve director of this company and confirm that I have attained the age of 18 years.
簽署 Signed : _____

C. 確認書 Confirmation

本人確認本公司只有一名成員，而該成員同時亦是公司的唯一董事。
I confirm that the company has only one member who is also the sole director of the company.

唯一成員及唯一董事的姓名 Name of the Sole Member and Sole Director

中文姓名 Name in Chinese		
英文姓名 Name in English	姓氏 Surname	
	名字 Other Names	

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

**《公司條例》(香港法例第 622 章)
第 645(2)、(3) 及 (4) 條規定交付的**

更改備任董事通知書(提名/停任)

填表須知 — 表格 ND5

附註

引言

1. (a) 在香港成立為法團的私人公司，如只有一名成員，而該成員同時亦是公司的唯一董事，則不論該公司的章程細則有何規定，公司可藉在成員大會上通過的決議，提名一位年滿 18 歲的人士(須不屬法人團體)為該公司的備任董事，一旦唯一董事去世，即可代替其行事。
 - (b) 公司必須在提名備任董事或在其停任後的 15 日內，以本表格通知公司註冊處處長(「處長」)。
 - (c) 公司備任董事的提名在下列情況下失效—
 - (i) 在公司的唯一董事去世前
 - 備任董事已辭去備任董事的職位；或
 - 該公司在成員大會上撤銷該項提名；或
 - (ii) 該唯一董事因去世以外的理由不再是該公司的唯一成員及唯一董事，例如：
 - 公司的唯一董事辭職。
 - 公司的唯一成員及唯一董事把其持有的股份轉讓。
 - 公司的成員或董事的人數增至兩名或以上。
- 公司須以本表格通知處長有關備任董事的停任。
- (d) 在公司的成員或董事轉換後，即使公司仍符合第 455 條所述的條件(即公司只有一名成員，而該成員同時亦是公司的唯一董事)，原有備任董事的提名亦告失效，公司須以本表格通知處長有關備任董事的停任。如公司欲再提名該名人士或其他人為備任董事，有關提名亦必須以本表格通知處長。
 - (e) 如備任董事在公司的唯一董事去世後獲委任為董事，公司須以本表格通知處長該備任董事的停任，並以表格 ND2A 申報該人獲委任為新董事。
2. 請使用適當的表格申報下列更改—

更改事項	表格
備任董事詳情的更改	表格 ND7
本地公司董事(包括候補董事)或公司秘書的委任或停任	表格 ND2A
本地公司董事(包括候補董事)或公司秘書的詳情的更改	表格 ND2B

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。

現時在公司註冊處登記的詳情 (第 2A 項)

7. 請填報停任的備任董事已在公司註冊處登記的香港身分證號碼或護照號碼，以方便本處識別身分。如該項資料未曾在本處登記，請在有關的空格內填上「無」。
8. 如備任董事去世，請申報其去世日期，作為停任日期。

備任董事的提名 (第 3 項)

9. 請申報備任董事的通常住址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
10. 請提供備任董事的電郵地址(如有的話) 以方便聯絡。如電郵地址其後有任何更改，請以表格 ND7 通知公司註冊處。
11. 請申報備任董事的香港身分證號碼。如該人並非香港身分證持有人，請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人，亦沒有任何國家的護照，則請在有關的空格內填上「無」。
12. 獲提名的備任董事必須在本表格的「接受提名同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁(www.cr.gov.hk) 閱覽或下載，印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

NOTICE OF CHANGE OF RESERVE DIRECTOR (NOMINATION/ CESSATION)

For the purposes of sections 645(2), (3) & (4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND5

Introduction

1. (a) If a private company incorporated in Hong Kong has only one member and that member is the sole director of the company, the company may by a resolution passed at a general meeting, despite anything in its articles, nominate a person (other than a body corporate) who has attained the age of 18 years as a reserve director of the company to act in the place of the sole director in the event of his or her death.
 - (b) When a company nominates a reserve director or when the reserve director ceases to be a reserve director, the company must use this form to notify the Registrar of Companies (the Registrar) within 15 days of such nomination or cessation.
 - (c) The nomination of a person as a reserve director ceases to have effect if —
 - (i) before the death of the sole director of the company in respect of whom the person was nominated
 - the person resigns as reserve director; or
 - the company at a general meeting revokes the nomination; or
 - (ii) the director in respect of whom the person was nominated ceases to be the sole member and sole director of the company for any reason other than the death of that director. For example:
 - The sole director resigns.
 - The sole member who is also the sole director transfers his or her shares.
 - The number of members or directors increases to two or more.

The company must use this form to notify the Registrar of the cessation.
 - (d) After any change in members or directors, even if the company still satisfies the condition set out in section 455 (i.e. the company continues to have a sole member who is also the sole director), the nomination of the original reserve director will cease to be valid and the company should use this form to notify the Registrar of such cessation of nomination. If the company wishes to nominate the same person or some other person as the new reserve director, this form should be used to notify the Registrar of such nomination.
 - (e) If the sole director dies and the reserve director is appointed as a director, the company should use this form to notify the Registrar of the cessation of nomination and use Form ND2A to report the appointment of such person as the new director.
2. Please use the appropriate form to report the following changes —

Types of changes	Forms
Changes in particulars of the reserve director	Form ND7
Appointment or cessation of appointment of the company secretary or director (including alternate director) of a local company	Form ND2A
Changes in particulars of the company secretary or director (including alternate director) of a local company	Form ND2B

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.

Particulars Currently Registered with the Companies Registry (Section 2A)

7. If the reserve director who has ceased to hold the post has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nil' in the boxes provided.
8. For a deceased reserve director, the date of death should be given as the date of cessation.

Nomination of Reserve Director (Section 3)

9. Please provide the usual residential address of the reserve director. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses or post office box numbers are not acceptable.
10. Please provide the email address of the reserve director, if any, to facilitate electronic communication. If there is any subsequent change in the email address, please notify the Companies Registry by completing Form ND7.
11. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of the reserve director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
12. The nominated reserve director must sign the 'Acceptance of Nomination' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.



公司註冊處
Companies Registry

更改備任董事詳情通知書
Notice of Change in Particulars of
Reserve Director

表格 **ND7**
Form

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 備任董事詳情更改 Change in Particulars of Reserve Director

A. 現時在公司註冊處登記的詳情

Particulars Currently Registered with the Companies Registry

中文姓名
Name in Chinese

英文姓名
Name in English

姓氏
Surname

名字
Other Names

身分證明
Identification

香港身分證號碼

Hong Kong Identity Card Number

護照號碼

Passport Number

提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

電話 Tel:

電郵 Email:

檔號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use