



Companies Registry
公司註冊處

Annual Return of a Non-Hong Kong Company - Certificate of No Change

非香港公司周年申報表 - 資料並無改變的證明書

(Companies Ordinance s. 334(5))
(《公司條例》第 334(5) 條)

Form N4
表格

Important Notes 重要事項

- Please read the accompanying notes before completing this form.
Please print in black ink.
- 填表前請參閱《填表須知》。
請用黑色墨水列印。

Company Number 公司編號

F

(Note 註 9) **1 Company Name 公司名稱**

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2 Date of this Return 本申報表日期

The Most Recent Anniversary of the Date of Registration under
Section 333 of the Companies Ordinance

根據《公司條例》第 333 條註冊為非香港公司的最近周年日期

DD 日	MM 月	YYYY 年

3 Certificate to be given on behalf of the Non-Hong Kong Company

代表非香港公司發出的證明書

In accordance with section 334(5) of the Companies Ordinance, I hereby certify that -
按照《公司條例》第 334(5) 條，本人謹此證明 -

(Note 註 10)

- (a) the date of the last annual return (anniversary of the date of registration as a non-Hong Kong company) in full form (Form N3) as required by section 334(1) of the Companies Ordinance was 本公司根據《公司條例》第 334(1) 條交付的最近一份詳盡周年申報表(表格 N3) 的日期 (註冊為非香港公司的周年日期) 是

DD 日	MM 月	YYYY 年

and
及

- (b) as at the date of this return, there has been no change since the date specified in paragraph (a) above in the information contained in Sections 4 to 11 inclusive in the last annual return filed by the company in full form.

自 (a) 段所指明的日期起，至本申報表的日期為止，公司提交存檔的最近一份詳盡周年申報表第 4 至 11 項所載的資料並無任何改變。

(Note 註 4)

Presenter's Reference 提交人的資料

For Official Use 請勿填寫本欄

Name 姓名:

Address 地址:

Tel 電話:

Fax 傳真:

E-mail Address 電郵地址:

Reference 檔號:

Specification No. 2/2008 (Revision) (July 2008)
指明編號 2/2008 (修訂) (2008 年 7 月)

4 Accounts 帳目

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

- (Note 註 11) **Accounts required under section 336 of the Companies Ordinance are submitted with this form**
隨本表格提交《公司條例》第 336 條規定的帳目

Period Covered by the Accounts 該等帳目所涵蓋的會計期

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

- The company is neither required by the law of the place of its incorporation, the laws of any other jurisdictions where the company is registered as a company, nor the rules of the stock exchange or similar regulatory bodies in any of those jurisdictions to publish its accounts or to deliver copies of its accounts to any person in whose office they may be inspected as of right by members of the public.

公司成立為法團所在的地方的法律或在其註冊成為公司的任何其他司法管轄區的法律，以及任何該等司法管轄區的證券交易所或類似的監管機構的規章，均沒有規定公司須發表帳目或交付帳目副本予任何人，讓公眾人士按應有權利在該人的辦事處查閱。

(Note 註 12)

Advisory Note 提示

All directors of the company are advised to read the latest version of the 'Non-Statutory Guidelines on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guidelines.

所有公司董事均應閱讀公司註冊處編製的《有關董事責任的非法定指引》的最新版本，並熟悉該指引所概述的董事一般責任。

(Note 註 6) Signed 簽署 :

Name 姓名 :

Director / Secretary / Manager /
Authorized Representative*
董事 / 秘書 / 經理 / 授權代表*

Date 日期 :

DD 日 / MM 月 / YYYY 年

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

ANNUAL RETURN OF A NON-HONG KONG COMPANY – CERTIFICATE OF NO CHANGE

Required by Companies Ordinance (Cap. 32)

Section 334(5)

Notes for Completion of Form N4

Introduction

1. Every non-Hong Kong company ***must*** make an annual return which should be filed with the Registrar of Companies once every year. The return should reflect accurately the affairs of the company as at the date of return.
2. If there has been ***no change*** in the information required to be contained in Sections 4 to 11 inclusive in the annual return ***since the date of the last annual return submitted in full form*** (i.e. Form N3), the company may use this form in lieu of Form N3.
3. Please fill in all particulars and complete all items consistently in either English ***OR*** Chinese. In the case of Chinese, traditional Chinese characters should be used. Please note that handwritten forms will 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.

Deadline for delivery of this Form

5. This form must be submitted to the Companies Registry within 42 days after the most recent anniversary of the date of registration of a non-Hong Kong company. ***Late submission is subject to a higher registration fee.*** Please refer to the information pamphlet 'Price Guide to Main Services' for the correct fee payable.

Signature

6. This form must be signed by a director, secretary, manager or an authorized representative. 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.

Fee

7. This form must be submitted with the correct annual registration fee. A form which is not submitted 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.
8. If the form is delivered by post, please send a crossed cheque in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

Company Name (Section 1)

9. The company name should be identical to the name which appears in the Certificate of Registration issued by the Companies Registry. If another name has been adopted under section 337B of the Companies Ordinance, please state the approved name in Section 1.

Certificate to be given on behalf of the Non-Hong Kong Company (Section 3)

10. The date of the last annual return in full form is the date of the last Form N3 filed with the Companies Registry.

Accounts (Section 4)

11. If the accounts being submitted are ***not*** the originals, they must be certified in accordance with Paragraphs 3 or 7 (as appropriate) of the Companies (Forms) Regulations. If the accounts are ***not*** in English or Chinese, you need ***only*** submit a translation in either of these languages certified in accordance with Paragraphs 6 or 7 (as appropriate) of the Companies (Forms) Regulations.

'Non-statutory Guidelines on Directors' Duties' issued by the Companies Registry

12. All directors of the company are advised to read the latest version of the 'Non-statutory Guidelines on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guidelines. Companies should give copies of the Guidelines to their directors, including new directors, for information and reference. The latest version of the Guidelines is available for downloading from the Companies Registry's website (www.cr.gov.hk) or at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

《公司條例》(香港法例第 32 章)

第 334(5) 條規定提交的 非香港公司周年申報表 - 資料並無改變的證明書

填表須知 — 表格 N4

附註

引言

1. 每間非香港公司**必須**每年向公司註冊處處長提交一份周年申報表。申報表應準確反映公司於申報表日期的狀況。
2. 如**自最近一份詳盡周年申報表**(即表格 N3)的日期以來,所有載於該申報表第 4 至 11 項的資料並**無任何改變**,公司可使用本表格代替表格 N3。
3. 請劃一以英文**或**中文申報各項所需資料。如以中文申報,請用繁體字。公司註冊處不接納手寫的表格。
4. 請提供提交人的資料。除非有特別事項需要公司註冊處注意,否則無需另加附函。

提交表格的期限

5. 本表格必須於公司註冊為非香港公司最近的周年日期後 42 日內送交公司註冊處。**遲交者須繳付較高的註冊費用**。有關所需繳付費用的詳情,請參閱《主要服務收費表》資料小冊子。

簽署

6. 本表格必須由一名董事、秘書、經理或授權代表簽署,公司註冊處不接納未簽妥的表格,並會將表格退回提交人。公司註冊處將依據公司重新提交已簽妥的表格的日期,計算所需繳付的註冊費用。

費用

7. 本表格必須連同正確的每年註冊費用一併提交,否則公司註冊處不會接納,並會將表格退回提交人。公司註冊處將依據公司重新提交表格的日期,計算所需繳付的註冊費用。
8. 如以郵寄方式提交本表格,請附上繳付所需費用的港幣劃線支票,支票抬頭註明「公司註冊處」。請勿郵寄現金。

公司名稱 (第 1 項)

9. 在本表格填報的公司名稱必須與公司註冊處發出的公司註冊證明書上的公司名稱相同。如公司根據《公司條例》第 337B 條採用另一名稱,請在第 1 項填報該獲批准的名稱。

代表非香港公司發出的證明書 (第 3 項)

10. 最近一份詳盡周年申報表的日期,是指送交公司註冊處存檔的最近一份表格 N3 的日期。

帳目 (第 4 項)

11. 如交付的帳目**並非**正本,則有關帳目的核證副本必須連同本表格一併提交。核證方式應依循《公司(表格)規例》第 3 或 7 條的規定。如該等帳目所用的語文**並非**英文或中文,則**只需**交付經核證的英文或中文譯本。核證方式應依循《公司(表格)規例》第 6 或 7 條的規定。

公司註冊處發出的《有關董事責任的非法定指引》

12. 所有公司董事均應閱讀公司註冊處編製的《有關董事責任的非法定指引》的最新版本,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(包括新董事)參考。該指引的最新版本可以從公司註冊處網站(www.cr.gov.hk) 下載,或在香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

Supplementary Note

附加說明

The 'Non-statutory Guidelines on Directors' Duties' (the Guidelines) was updated and renamed 'A Guide on Directors' Duties' (the Guide) in July 2009. Any reference made to the Guidelines in this form shall be deemed to be a reference to the Guide.

《有關董事責任的非法定指引》已於二零零九年七月更新及改名為《董事責任指引》，本表格內任何對《有關董事責任的非法定指引》的提述，須當作是提述《董事責任指引》。