



公司註冊處
Companies Registry

遵從減少股本規定的陳述書

Statement of Compliance on Reduction of Share Capital

(公司條例第 61A(1)條)
(Companies Ordinance s. 61A(1))

表格
Form **SC12**

重要事項 Important Notes

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

公司編號 Company Number

1 公司名稱 Company Name

(註 Note 5)

2 授權公司減少股本的特別決議的日期 Date of Special Resolution for Reduction of Share Capital of the Company

| | | |
|--|--|--|
| | | |
|--|--|--|

日 DD 月 MM 年 YYYY

3 記入股份溢價帳貸方的減少股本的款額 Amount of Capital reduced and credited to the Share Premium Account †

4 減少股本後的股本詳情 Details of Share Capital after Reduction

A. 法定股本 Authorized Share Capital

| 股份類別 Class of Shares | 股份數目 Number of Shares (a) | 每股的面值 Nominal Value of Each Share † (b) | 總面值 Total Nominal Value † (a) x (b) |
|-------------------------|---------------------------------|--|---|
| | | | |

B. 已發行股本 Issued Share Capital

| 已發行 股份數目 Number of Shares Issued | 已發行股份的 總面值 Total Nominal Value of Shares Issued † | 已發行股份的 已繳股款總值 Total Paid-Up Value of Shares Issued † |
|---|--|---|
| | | |

† 請註明貨幣單位(例如：港元、美元) Please specify the currency (e.g. HKD, USD)

(註 Note 3)

提交人的資料 Presentor's Reference

請勿填寫本欄 For Official Use

姓名 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵地址 E-mail Address:

檔號 Reference:

指明編號 1/2004 (2004年2月)
Specification No. 1/2004 (Feb. 2004)

公司條例(香港法例第 32 章)
第 61A(1)條規定提交的
遵從減少股本規定的陳述書

填表須知 — 表格 SC12

附註

引言

1. 如減少公司的股本是符合《公司條例》第 58(3)條所列明的條件，該項減少~~無需~~按第 58(1)條規定獲得法院確認。第 61A(1)條載述公司在無需法院確認而減少公司股本的情況下須向公司註冊處處長交付的文件。本表格是用以證明公司已符合條例所列明的條件。本表格~~不適用於~~~~需要~~法院確認的公司減少股本。
2. 請劃一以中文或英文填報各項所需資料。如以中文填報，請用繁體字。公司註冊處不接納手寫的表格。
3. 請填報提交人的資料。除非有特別事項需要公司註冊處注意，否則毋須另加附函。

簽署

4. 本表格必須由一名董事或秘書簽署，公司註冊處不接納未簽妥的表格，並會退回提交人。

連同本表格一併遞交的文件

5. 本表格必須連同以下文件一併遞交：
 - (a) 本表格第 2 項所述的授權公司減少股本的特別決議的副本，該副本須由該公司一名高級人員核證為正確；及
 - (b) 《公司條例》第 61A(1)(a)條規定提交的股本減少紀錄的副本，該副本須由該公司一名高級人員核證為正確。

**STATEMENT OF COMPLIANCE ON
REDUCTION OF SHARE CAPITAL
Required by Companies Ordinance (Cap. 32)
Section 61A(1)**

Notes for Completion of Form SC12

Introduction

1. Confirmation by the court of a reduction of the share capital of a company is ***not*** required under section 58(1) of the Companies Ordinance ***if the conditions as set out in section 58(3) are satisfied***. Section 61A(1) sets out the documents that must be filed by a company with the Registrar of Companies in the case of a reduction of share capital where confirmation by the court is not required. This form should be used for the certification of a company's compliance with the conditions. This form is ***not applicable*** to a reduction of share capital in cases where confirmation by the court ***is*** required.
2. Please fill in all particulars and complete all items consistently in either Chinese ***OR*** English. In the case of Chinese, traditional Chinese characters should be used. Please note that handwritten forms will 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.

Signature

4. This form must be signed by a Director or the Secretary. A form which is not properly signed will be rejected by the Companies Registry.

Documents to be submitted with this Form

5. This form must be submitted together with the following documents:
 - (a) a copy of the Special Resolution for reducing the share capital of the company mentioned in Section 2 of this form, certified as correct by an officer of the company; and
 - (b) a copy of the Minute of Reduction as required under section 61A(1)(a) of the Companies Ordinance, certified as correct by an officer of the company.