



公司註冊處
Companies Registry

有限合夥基金
普通合夥人、獲授權代表、
投資經理及負責人更改通知
Notification of Change of General Partner,
Authorized Representative, Investment
Manager and Responsible Person of
Limited Partnership Fund

表格
Form **LPF4C**

編號 Number

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註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

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2 普通合夥人的變更 Change of General Partner

A. 普通合夥人的停任 Cessation of the General Partner

現時在公司註冊處登記的普通合夥人的全名

Full Name of the General Partner Currently Registered with the Companies Registry

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

停任原因

Reason for Cessation

退出

Withdrawal

免職

Removal

更換

Replacement

停任日期

Date of Cessation

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日 DD

月 MM

年 YYYY

B. 新普通合夥人的詳情 Details of the new General Partner

成為普通合夥人的日期

Date of Becoming General Partner

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日 DD

月 MM

年 YYYY

3

提交人資料 Presentor's Reference

姓名/名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

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2 普通合夥人的變更 Change of General Partner (續上頁 cont'd)

7 B. 新普通合夥人的詳情 Details of the new General Partner

(請填報 a 或 b 項 Please complete item a or b)

a. 普通合夥人(年滿 18 歲的自然人) General Partner (Natural Person who is at least 18 years old)

全名 Full Name

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

通訊地址
Correspondence Address

(本處不
接納郵政信箱號碼
Post office box
numbers are not
acceptable)

國家/地區 Country/Region	

電郵地址 Email Address

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身分證明 Identification

(a) 香港身分證號碼

Hong Kong Identity Card Number

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(b) 護照

Passport

簽發國家/地區 Issuing Country/Region	號碼 Number

b. 普通合夥人(非自然) General Partner (Other than Natural Person)

全名 Full Name

中文 Chinese
英文 English

普通合夥人是 —
General Partner is —

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

- 根據《公司條例》(第 622 章) 或《舊有公司條例》成立為法團的私人股份有限公司
a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance
- 註冊非香港公司
a registered non-Hong Kong company
- 根據《有限責任合夥條例》(第 37 章) 註冊的有限責任合夥
a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37)
- 另一有限合夥基金 (請同時填報第 3 項)
another limited partnership fund (Please also complete Section 3)
- 具有法人資格的非香港有限責任合夥
a non-Hong Kong limited partnership with a legal personality
- 不具有法人資格的非香港有限責任合夥 (請同時填報第 3 項)
a non-Hong Kong limited partnership without a legal personality (Please also complete Section 3)

9 地址 Address

國家/地區 Country/Region	

電郵地址 Email Address

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10 商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

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3 獲授權代表的變更 Change of Authorized Representative

A. 獲授權代表的停任 Cessation of the Authorized Representative

現時在公司註冊處登記的獲授權代表的全名

Full Name of the Authorized Representative Currently Registered with the Companies Registry

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停任日期
Date of Cessation

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日 DD 月 MM 年 YYYY

11 B. 獲授權代表的委任 Appointment of Authorized Representative

(只適用於普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限責任合夥)

Only applicable where the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality

委任日期
Date of Appointment

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日 DD 月 MM 年 YYYY

(請填報 a 或 b 項 Please complete item a or b)

a. 獲授權代表(年滿 18 歲的香港居民)

Authorized Representative (Hong Kong Resident who is at least 18 years old)

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

**13 通訊地址
Correspondence
Address** (本處不
接納郵政信箱號碼
Post office box
numbers are not
acceptable)

香港/HONG KONG

電郵地址 Email Address

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香港身分證號碼
Hong Kong Identity Card Number

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**12 本人同意擔任有限合夥基金的獲授權代表。
I consent to be the authorized representative of the limited partnership fund.**

全名 Full Name : _____ 簽署 Signed : _____

b. 獲授權代表(公司/註冊非香港公司)

Authorized Representative (Company/Registered Non-Hong Kong Company)

獲授權代表是—

Authorized Representative is—

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

公司 a company

註冊非香港公司 a registered non-Hong Kong company

全名 Full Name

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中文 Chinese

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英文 English

**13 地址
Address**

香港/HONG KONG

電郵地址 Email Address

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3 獲授權代表的變更 Change of Authorized Representative (續上頁 cont'd)

B. 獲授權代表的委任 Appointment of Authorized Representative

商業登記號碼 (請填報首 8 位數字)
Business Registration Number (Please provide the first 8 digits)

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我們同意擔任有限合夥基金的獲授權代表。

We consent to be the authorized representative of the limited partnership fund.

全名 Name :

身分 Capacity : _____ 簽署 Signed : _____

4. 投資經理的變更 Change of Investment Manager

(請填報 A 或 B 項。如須在 A 或 B 項填報超過一名投資經理，請用續頁)
(Please complete Part A or B. Use Continuation Sheet if more than 1 investment manager in Part A or B is involved)

A. 投資經理的停任 Cessation of the Investment Manager

現時在公司註冊處登記的投資經理的全名

Full Name of the Investment Manager Currently Registered with the Companies Registry

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停任日期
Date of Cessation

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日 DD

月 MM

年 YYYY

14

B. 投資經理的委任 Appointment of Investment Manager

委任日期
Date of Appointment

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日 DD

月 MM

年 YYYY

(請填報 a 或 b 項 Please complete item a or b)

a. 投資經理(年滿 18 歲的香港居民)

Investment Manager (Hong Kong Resident who is at least 18 years old)

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

香港身分證號碼
Hong Kong Identity Card Number

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b. 投資經理(公司/註冊非香港公司)

Investment Manager (Company/Registered Non-Hong Kong Company)

投資經理是 —

Investment Manager is —

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

公司 a company

註冊非香港公司 a registered non-Hong Kong company

全名 Full Name

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中文 Chinese

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英文 English

商業登記號碼 (請填報首 8 位數字)
Business Registration Number (Please provide the first 8 digits)

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5. 負責人的變更 Change of Responsible Person

A. 負責人的停任 Cessation of the Responsible Person

現時在公司註冊處登記的負責人的全名

Full Name of the Responsible Person Currently Registered with the Companies Registry

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停任日期
Date of Cessation

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日 DD

月 MM

年 YYYY

15 B. 負責人的委任 Appointment of Responsible Person

委任日期
Date of Appointment

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日 DD

月 MM

年 YYYY

a. 負責人是 —
Responsible Person is —

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

認可機構 an authorized institution
 持牌法團 a licensed corporation
 會計專業人士 an accounting professional
 法律專業人士 a legal professional

(請填報 b 或 c 項 Please complete item b or c)

b. 負責人(自然人) Responsible Person (Natural Person)

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

身分證明 Identification

(a) 香港身分證號碼

Hong Kong Identity Card Number

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(b) 護照

Passport

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簽發國家/地區 Issuing Country/Region

號碼 Number

c. 負責人(非自然人的實體) Responsible Person (Entity other than a natural person)

全名 Full Name

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中文 Chinese

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英文 English

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

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本通知所包括的續頁數目

Number of Continuation Sheet(s) included in this Notification

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6 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

日期 Date :

_____ 日 DD / 月 MM / 年 YYYY

普通合夥人
General Partner

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投資經理的變更 Change of Investment Manager (Section 4)

A. 投資經理的停任 Cessation of the Investment Manager

現時在公司註冊處登記的投資經理的全名

Full Name of the Investment Manager Currently Registered with the Companies Registry

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停任日期
Date of Cessation

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日 DD

月 MM

年 YYYY

14

B. 投資經理的委任 Appointment of Investment Manager

委任日期
Date of Appointment

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日 DD

月 MM

年 YYYY

(請填報 a 或 b 項 Please complete item a or b)

a. 投資經理(年滿 18 歲的香港居民)

Investment Manager (Hong Kong Resident who is at least 18 years old)

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

香港身分證號碼

Hong Kong Identity Card Number

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b. 投資經理(公司/註冊非香港公司)

Investment Manager (Company/Registered Non-Hong Kong Company)

投資經理是 —

Investment Manager is —

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

公司 a company

註冊非香港公司 a registered non-Hong Kong company

全名 Full Name

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中文 Chinese

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英文 English

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

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《有限合夥基金條例》(第 637 章)
第 23(6) 及 25 條規定交付的

有限合夥基金普通合夥人、獲授權代表、投資經理及負責人更改通知

填表須知 — 表格 LPF4C

附註

引言

1. 有限合夥基金(「基金」)的普通合夥人、獲授權代表、投資經理或負責人如有任何更改，該基金的普通合夥人必須在更改發生後的 15 日內，將有關更改的通知以本表格送交公司註冊處處長(「處長」)存檔。
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，則該表格須視為未曾按《有限合夥基金條例》規定交付處長。

費用

5. 本表格必須連同正確的費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合夥基金註冊後須向公司註冊處交付文件的責任》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. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
 - (a) 如該普通合夥人是自然人，本表格必須由該人簽署，並填上該人的全名。
 - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
 - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
 - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，或具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的一名普通合夥人簽署，並填上簽署人的全名及身分。
 - (e) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥，本表格必須由根據《有限合夥基金條例》第 23 條獲委任為該基金的獲授權代表簽署。
 - (i) 如該獲授權代表是自然人，則由該人簽署，並填上該人的全名及身分。
 - (ii) 如該獲授權代表是公司，則由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
 - (iii) 如該獲授權代表是註冊非香港公司，則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。

新普通合夥人的詳情 (第 2B 項)

7. 有限合夥基金必須有一名普通合夥人，普通合夥人必須是—
 - (a) 年滿 18 歲的自然人；
 - (b) 根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司；
 - (c) 註冊非香港公司；
 - (d) 根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥；
 - (e) 有限合夥基金；
 - (f) 具有法人資格的非香港有限責任合夥；或
 - (g) 不具有法人資格的非香港有限責任合夥。
8. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證，請填報其所持有的任何護照的號碼及簽發國家／地區。
9. 請填報屬非自然人的普通合夥人的地址。
 - (a) 如新的普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，請填報其註冊辦事處地址。
 - (b) 如新的普通合夥人是註冊非香港公司，請填報其在香港的主要營業地點地址。
 - (c) 如新的普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，請填報其主要營業地點地址。
 - (d) 如新的普通合夥人是另一有限合夥基金，請填報其註冊辦事處地址。
 - (e) 如新的普通合夥人是具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
 - (f) 如新的普通合夥人是不具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
10. 如新的普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話，請在此欄填上「無」。

獲授權代表的委任 (第 3B 項)

11. 如有限合夥基金的普通合夥人是另一有限合夥基金，或是不具有法人資格的非香港有限責任合夥，該普通合夥人須委任一名人士為基金的獲授權代表，以負責該基金的管理及控制。該獲授權代表必須是—
 - (a) 年滿 18 歲的香港居民；
 - (b) 公司；或
 - (c) 註冊非香港公司。
12. 新委任的獲授權代表須同意擔任基金的獲授權代表。
 - (a) 如新委任的獲授權代表是公司，必須由該公司的一名董事或公司秘書簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
 - (b) 如新委任的獲授權代表是註冊非香港公司，必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署同意擔任獲授權代表，並填上簽署人的全名及身分。

13. 請填報新委任的獲授權代表的地址。

- (a) 如該獲授權代表是香港居民，請填報其通訊地址，該地址不得為郵政信箱號碼。
- (b) 如新委任的獲授權代表是公司，請填報其註冊辦事處地址。
- (c) 如新委任的獲授權代表是註冊非香港公司，請填報其在香港的主要營業地點地址。

投資經理的委任 (第 4B 項)

14. (a) 基金的普通合夥人須委任最少一名投資經理，以執行基金的日常投資管理職能。該名投資經理必須是—
- (i) 年滿 18 歲的香港居民；
 - (ii) 公司；或
 - (iii) 註冊非香港公司。
- (b) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件，亦可以同時擔任投資經理。

負責人的委任 (第 5B 項)

15. (a) 基金的普通合夥人須委任一名負責人，以執行《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 2 所列的措施。該名負責人必須是—
- (i) 認可機構；
 - (ii) 持牌法團；
 - (iii) 會計專業人士；或
 - (iv) 法律專業人士。

認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 1 第 2 部第 1 條所給予的涵義。

- (b) 如普通合夥人符合上述(a)項作為負責人的其中一項條件，亦可以同時擔任負責人。

**NOTIFICATION OF CHANGE OF GENERAL PARTNER, AUTHORIZED REPRESENTATIVE,
INVESTMENT MANAGER AND RESPONSIBLE PERSON OF LIMITED PARTNERSHIP FUND**

**For the purposes of sections 23(6) and 25 of Limited Partnership Fund Ordinance
(Cap. 637)**

Notes for Completion of Form LPF4C

Introduction

1. Where there is change of the general partner, authorized representative, investment manager or responsible person of a limited partnership fund (the fund), the general partner in the fund must file a notification of the change in this form with the Registrar of Companies (the Registrar) within 15 days after the change occurs.
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 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 is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance.

Fee

5. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the 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 the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
 - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
 - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
 - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Limited Partnership Fund Ordinance.
 - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
 - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.

Details of the new General Partner (Section 2B)

7. A limited partnership fund must have one general partner. The general partner in the fund must be—
 - (a) a natural person who is at least 18 years old;
 - (b) a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance;
 - (c) a registered non-Hong Kong company;
 - (d) a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37);
 - (e) a limited partnership fund;
 - (f) a non-Hong Kong limited partnership with a legal personality; or
 - (g) a non-Hong Kong limited partnership without a legal personality.

8. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country/ region of any passport held by the person.

9. Please provide the address of the new general partner (other than natural person).
 - (a) If the new general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, please provide the address of the company's registered office.
 - (b) If the new general partner is a registered non-Hong Kong company, please provide the address of the company's principal place of business in Hong Kong.
 - (c) If the new general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), please provide the address of the limited partnership's principal place of business.
 - (d) If the new general partner is another limited partnership fund, please provide the address of the fund's registered office.
 - (e) If the new general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of the limited partnership's principal place of business.
 - (f) If the new general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of the limited partnership's principal place of business.

10. If the new general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.

Appointment of Authorized Representative (Section 3B)

11. If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be—
 - (a) a Hong Kong resident who is at least 18 years old;
 - (b) a company; or
 - (c) a registered non-Hong Kong company.

12. The newly appointed authorized representative must consent to be the authorized representative of the fund.
 - (a) If the newly appointed authorized representative is a company, the consent is to be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the newly appointed authorized representative is a registered non-Hong Kong company, the consent is to be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.

13. Please provide the address of the newly appointed authorized representative of the limited partnership fund.
- (a) If the newly appointed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the newly appointed authorized representative is a company, please provide the address of its registered office.
 - (c) If the newly appointed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

Appointment of Investment Manager (Section 4B)

14. (a) The general partner in the fund must appoint at least a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be—
- (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
- (b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Appointment of Responsible Person (Section 5B)

15. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—
- (i) an authorized institution;
 - (ii) a licensed corporation;
 - (iii) an accounting professional; or
 - (iv) a legal professional.
- Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615).
- (b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.