

**《公司條例》(香港法例第 622 章)
第 131 條規定交付的**

重新註冊為股份有限公司申請書

填表須知 — 表格 NU1

附註

引言

1. 已註冊的無限公司可根據《公司條例》第 130 條通過特別決議，議決公司將重新註冊為股份有限公司，並以本表格向公司註冊處處長(「處長」)提出申請重新註冊。根據《公司條例》第 131(2)條的規定，此項申請只可在處長已收取根據《公司條例》第 622 條交付處長的特別決議的文本的當日或之後交付處長。根據《公司條例》第 622 條，公司須在有關決議通過後的 15 日內，將決議的文本交付處長登記。
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。公司註冊處會以傳真方式通知提交人親身領取「公司註冊證書」。如提交人委託他人代領，需簽署授權書。
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。

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。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。

公司名稱 (第 1 項)

7. 請填報現有公司名稱，請勿在公司名稱後加上“有限公司”及／或“Limited”。

重新註冊時的股本 (第 3 項)

8. 申報的股本總額須與根據《公司條例》第 130 條通過的特別決議所載有關股本的指明陳述相符。

隨本表格交付的文件 (第 4 項)

9. 根據《公司條例》第 131(1)(b)條的規定，重新註冊的申請須隨附有關特別決議建議修改的有關公司章程細則的文本。請連同有關特別決議的文本一併交付。

APPLICATION FOR RE-REGISTRATION AS COMPANY LIMITED BY SHARES

For the purposes of section 131 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NU1

Introduction

1. A registered unlimited company may pass a special resolution under section 130 of the Companies Ordinance resolving that the company is to be re-registered as a company limited by shares and apply to the Registrar of Companies (the Registrar) for re-registration in this form. Section 131(2) of the Companies Ordinance provides that such an application may only be delivered to the Registrar on or after the date on which the Registrar receives a copy of the special resolution delivered under section 622 of the Companies Ordinance. Section 622 of the Companies Ordinance provides that a copy of the resolution should be delivered to the Registrar for registration within 15 days after 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 Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required. The Companies Registry will notify the presentor by fax to collect the Certificate of Incorporation in person. A written authorization will be required if the presentor sends a representative to collect the certificate.
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.

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. 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.

Company Name (Section 1)

7. Please state the existing company name(s) and do not add the word "Limited" and / or "有限公司" after the name(s).

Share Capital on Re-registration (Section 3)

8. The amount stated should be consistent with the specified statement in respect of share capital as contained in the special resolution passed under section 130 of the Companies Ordinance.

Documents Delivered with this Form (Section 4)

9. Section 131(1)(b) of the Companies Ordinance provides that an application for re-registration must be accompanied by a copy of the company's articles as proposed to be altered by the special resolution. Please also deliver a copy of the special resolution.