



公司註冊處
Companies Registry

有償債能力證明書 Certificate of Solvency

表格 **NW1**
Form

商業登記號碼
Business Registration Number

註 Note

1 公司名稱 Company Name

2 證明書 Certificate

本人／我們 * 現證明 —
I/We * hereby certify that —

- (a) 按照《公司(清盤及雜項條文)條例》(第 32 章)第 233(1) 條，本人／我們 * 已對上述公司的事務作出全面查訊，從而得出結論，認為公司將能夠在自動清盤開始之時起計不超過 12 個月的一段期間內，悉數償付其債項。

In accordance with section 233(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32), I/we * have made a full inquiry into the affairs of the above company, and that, having so done, I/we * have formed the opinion that the company will be able to pay its debts in full within a period not exceeding 12 months from the commencement of the winding up.

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

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

2 證明書 Certificate (續上頁 cont'd)

- (b) 附表一載有上述公司在本證明書發出前在切實可行範圍內最近期的資產負債表。
Schedule 1 is the Statement of Assets and Liabilities of the above company as at the latest practicable date before the issuing of this Certificate.

6

姓名
Name : _____
董事 Director

簽署
Signed : _____

日期
Date : _____
日 DD / 月 MM / 年 YYYY

姓名
Name : _____
董事 Director

簽署
Signed : _____

日期
Date : _____
日 DD / 月 MM / 年 YYYY

姓名
Name : _____
董事 Director

簽署
Signed : _____

日期
Date : _____
日 DD / 月 MM / 年 YYYY

姓名
Name : _____
董事 Director

簽署
Signed : _____

日期
Date : _____
日 DD / 月 MM / 年 YYYY

姓名
Name : _____
董事 Director

簽署
Signed : _____

日期
Date : _____
日 DD / 月 MM / 年 YYYY

商業登記號碼

Business Registration Number

截至右列日期的資產負債表

Statement of Assets and Liabilities as at

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DD

月 MM

年 YYYY

總額 Total

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

**《公司(清盤及雜項條文)條例》(第 32 章)
第 233(1) 條規定交付的**

有償債能力證明書

填表須知 — 表格 NW1

附註

引言

1. 凡有建議將公司自動清盤，公司的唯一董事、董事或(如公司有多於兩名董事)過半數的董事可在董事會議上發出一份有償債能力證明書，證明公司有償債能力。本表格是用以發出該證明書。在符合《公司(清盤及雜項條文)條例》第 233(1A)條的情況下，每名董事可在董事會議以外的其他場合分別發出證明書。
2. 本證明書除非符合以下條件，否則無效—
 - (a) 本證明書是在緊接公司通過清盤特別決議的日期前的 5 個星期內發出，或是在該日期但先於該決議通過之時發出；及
 - (b) 本證明書並不遲於該特別決議交付公司註冊處處長(「處長」)的日期交付處長登記。
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(清盤及雜項條文)條例》中有關條文的規定而交付處長。

簽署

6. 本表格必須由公司的董事簽署。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。

商業登記號碼

7. 請填報由稅務局轄下的商業登記署所發出的商業登記號碼(即商業登記證號碼的首 8 位數字)，「-」後的數字無須填寫。公司註冊處在 2023 年 12 月 27 日或之後向成立的公司所發出的「公司註冊證明書」，或向經遷冊公司所發出的「遷冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

CERTIFICATE OF SOLVENCY

For the purposes of section 233(1) of Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32)

Notes for Completion of Form NW1

Introduction

1. When it is proposed to place a company in voluntary winding up, a sole director or the directors of the company or, in the case of a company having more than two directors, the majority of the directors may, at a meeting of the director(s), issue a Certificate of Solvency certifying that the company is solvent. This form should be used for issuing such Certificate. Provided that section 233(1A) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance is complied with, the directors may each issue separate Certificates of Solvency other than at a meeting of the directors.
2. The Certificate of Solvency shall have no effect unless —
 - (a) it is issued within the 5 weeks immediately preceding the date of the passing of the special resolution for winding up the company or on that date but before the passing of the resolution; and
 - (b) the Certificate is delivered to the Registrar of Companies (the Registrar) for registration not later than the date of delivery of the special resolution to the Registrar.
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 (Winding Up and Miscellaneous Provisions) Ordinance.

Signature

6. This form must be signed by the 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.

Business Registration Number

7. Please provide the business registration number (i.e. the first 8 digits of the Business Registration Certificate number) issued by the Business Registration Office of the Inland Revenue Department. The numbers after [-] are not required. For companies incorporated on or after 27 December 2023 or re-domiciled companies, the business registration number is also adopted as the "No." on the "Certificate of Incorporation" or "Certificate of Re-domiciliation" issued by the Companies Registry respectively.