



Change of Name of a Local Limited Company



Important

This pamphlet is intended to provide a general guide. It should be read in conjunction with the provisions of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and should not be regarded as a substitute for reading it. You can purchase a hard copy of the Companies Ordinance from the Online Government Bookstore (www.bookstore.gov.hk) or call the Publications Sales Unit of the Information Services Department at (852) 2537 1910. You can also read the full text of the Companies Ordinance at www.elegislation.gov.hk. Companies are advised to seek independent professional advice as they see fit.

Address : 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong.
Website : www.cr.gov.hk
e-Registry : www.eregistry.gov.hk
Cyber Search Centre : www.icris.cr.gov.hk
Company Search Mobile Service : www.mobile-cr.gov.hk
Email : crenq@cr.gov.hk
Enquiry Hotline (IVRS) : (852) 2234 9933

1. What should I do ?

Step 1 Choose a new name for the company. A company name may be in English or Chinese. A company may adopt an English and a Chinese name. A company name that is the same as a name appearing in the index of company names kept by the Registrar of Companies (the Registrar) will be rejected. **The intended company name must also satisfy the relevant requirements of the Companies Ordinance.**

You may conduct a company name search free of charge through the Registry's Cyber Search Centre (www.icris.cr.gov.hk) or the Company Search Mobile Service (www.mobile-cr.gov.hk) or at its Public Search Centre on the 13th floor of the Queensway Government Offices. Use the "Exact Name Search" mode and input the **full and exact** company name (use traditional Chinese characters for Chinese name) that you intend to register.

Please refer to the **Appendix** and the Registry's "Guideline on Registration of Company Names for Hong Kong Companies" for the points to note when choosing a company name. The Guideline can be downloaded at www.cr.gov.hk or obtained at the New Companies Section on the 14th floor of the Queensway Government Offices.

Please note that **the registrability of the intended company name can only be confirmed after the Notice of Change of Company Name (Form NNC2) has been processed by the Registry.**

Step 2 Pass a Special Resolution to change the company name. The said Special Resolution and the Articles of Association as altered (in relation to change of company name only) need **not** be delivered to the Registry.

Step 3 Fill in a Form NNC2 "Notice of Change of Company Name" and deliver the form **within 15 days** after the passing of the Special Resolution together with the fee of HK\$295 either electronically through the "e-Registry" portal (www.eregistry.gov.hk) or in hard copy form to the Shroff on the 14th floor of the Queensway Government Offices.

Notes:

- If the company wishes to keep its English name or Chinese name after the change of name, that name must be stated in the Form NNC2 as part of the intended new company name.
- If the intended company name(s) is/are incorrect or cannot be registered, the form may be rejected and the lodgement fee paid will not be refunded.
- Please ensure that the appointment of the director or the company secretary who signs the Form NNC2 has been reported to the Registry.

2. Where can I obtain the Form NNC2 ?

You can download Form NNC2 at www.cr.gov.hk or purchase a hard copy on the 14th floor of the Queensway Government Offices.

3. What can I get ?

A Certificate of Change of Name will be issued in electronic or hard copy form, depending on the mode of delivery of Form NNC2. **Certificates in electronic form or hard copy form have the same legal effect.**

4. How long does it take ?

Form NNC2 delivered in electronic form

Electronic Certificate of Change of Name will normally be issued within 1 hour. An email notification for download of the certificate will be sent to the message box and registered email address of the registered user who submits the Form NNC2.

Form NNC2 delivered in hard copy form

A Certificate of Change of Name will normally be issued within 4 working days. The presenter of the Form NNC2 will be notified by fax when the certificate is ready for collection. The certificate has to be collected **in person** at the Registry. A written authorisation will be required if the presenter sends a representative to collect the certificate.

5. When will the change of name be effective ?

The change of name will be effective from the date on which the Certificate of Change of Name is issued.

6. Where can I ask for further information ?

Please call the New Companies Section of the Companies Registry at (852) 2867 2587.

Appendix Points to note when choosing a company name

1. A company name with a combination of English letters and Chinese characters is not acceptable.
2. A Chinese company name should be in traditional Chinese characters that can be found in the Kang Xi Dictionary (《康熙字典》) or Ci Hai Dictionary (《辭海》字典) and the ISO 10646 international coding standard. The Chinese company name will be printed in "New Sai Ming" font (新細明體) on the Certificate of Change of Name.
3. Company names containing words or expressions such as "trust", "chamber of commerce" etc. set out in the **Companies (Words and Expressions in Company Names) Order (Cap. 622A)** will require prior approval of the Registrar before registration.
4. An intended name which is identical to a name that has been subject to a change of name direction issued by the Registrar will not be registered except with the prior approval of the Registrar. You are reminded to conduct a search (free of charge) on the list containing these old company names at the Registry's Cyber Search Centre. A hyperlink to the list is provided on the screen displaying the company name search result.
5. In examining an intended name before change of name, the question of whether the name is "too like" that of a registered name will generally NOT form part of the Registrar's consideration. You should consider carefully whether the intended name could lead to a complaint as being "too like" an existing company name, and the possibility that it may be subject to a change of name direction by the Registrar after change of name.
6. You are also reminded that it is in your interest to use a name which does not conflict with a trademark and which is sufficiently distinguished from any other name appearing in the Registrar's index of company names. You should also search the *Trademark Register* (<http://ipsearch.ipd.gov.hk>) maintained by the Intellectual Property Department. Not only would this reduce the risk of a direction being issued by the Registrar to change your company name, the risk of an action for passing off or infringement of trademarks could similarly be reduced.