G.N. 7101 Companies Registry

LIMITED PARTNERSHIP FUND ORDINANCE (Chapter 637)

It is hereby notified that the following forms as specified by me under section 94 of the Limited Partnership Fund Ordinance (Chapter 637) ('the Ordinance') are revised for use under the Ordinance with effect from 27 December 2023.

The revised forms are hereby published for information.

	Form	Relevant Section(s) of
Form Number	Name of Form	the Ordinance
LPF1	Application for Registration of Limited Partnership Fund	11
LPF2	Application for Registration of a Specified Fund as a Limited Partnership Fund	79
LPF4A	Notification of Change in Address, Location of Records and Investment Scope of Limited Partnership Fund	25 and 31
LPF4B	Notification of Change in Particulars of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund	23(6) and 25
LPF4C	Notification of Change of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund	23(6) and 25
LPF10	Application for Registration of a Non-Hong Kong Fund as a Limited Partnership Fund	82B

24 November 2023

Helen TANG Registrar of Companies



有限合夥基金註冊申請書 Application for Registration of Limited Partnership Fund

表格 LPF1

1	有限合夥基金的建議名稱	Proposed Name of the Limited Partnership Fund
	建議英文名稱 Proposed	English Name
	建議中文名稱 Proposed	Chinese Name
2	有限合夥基金的建議註冊	↑辦事處地址
	Proposed Address of the I	Registered Office of the Limited Partnership Fund
	(本處不接納「轉交」地址及郵品	段信箱號碼 'Care of' addresses and post office box numbers are not acceptable)
	室/樓/座等 Flat/Floor/Block etc.	
	FIAL/ FIGUR/ BIOCK etc.	
	大廈 Building	
	街道/屋苑/地段/村等	
	Street / Estate / Lot / Village etc.	
	E	
	District	
	地區 Region	香港/HONG KONG
3	有限合夥基金的建議投資	範圍 pe of the Limited Partnership Fund
	Proposed investment oco	be of the Limited Farthership Fund

請勿填寫本欄 For Official Use

有限合夥基金的建議主要營業地點 Proposed Principal Place of Business of the Limited Partnership Fund

		室/樓/座等 Flat/Floor/Block etc.			
		大厦 Building			
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.			
		医/市/省/州/郵遞區號等 District/City/Province/ State/Postal Code etc.			
		國家/地區 Country/Region			
8	5	有限合夥基金的聯絡資料 Contact Information of the		ership Fund	
		(a) 電郵地址 Email Address			
		(b) 香港聯絡電話號碼 Hong Kong Contact Telepho	one Number	+852	
9	6	建議普通合夥人 Propose		rtner	
	A.	建議普通合夥人(年滿 18 j Proposed General Partner (N	歲的自然人)	who is at least 18 years	old)
		全名 Full Name		,	,
		who who life of a blasses in Obside and	****	MARC Communication	The state of the second section in Equation
		中文姓名 Name in Chinese 通訊地址 Correspondence Ac (本處不接納郵政信箱號碼 Post	Idress	姓氏 Surname in English are not acceptable)	英文名字 Other Names in English
		室/樓/座等 Flat/Floor/Block etc.			
		大廈 Building			
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.			
		區/市/省/州/郵遞區號等 District / City / Province / State / Postal Code etc.			
		國家/地區 Country/Region			
		電郵地址 Email Address			
10		身分識別 Identification			
		(a) 香港身分證號碼 Hong Kong Identity Card	Number		()
		Hong Kong Identity Card			
		(b) 護照 Passport			

- 6 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

	中文 Chinese
建議普通合夥人是一	英文 English
単職百週日移入定 Proposed General Partner is—	
請在適用的空格內加上 🗸 號	Please tick the relevant box
	2 章)或《舊有公司條例》成立為法團的私人股份有限公司 y shares incorporated under the Companies Ordinance (Cap. 622) or a forme
註冊非香港公司 a registered non-Hong Kong	g company
)(第 37 章) 註冊的有限責任合夥 red under the Limited Partnerships Ordinance (Cap. 37)
另一有限合夥基金(<i>請同時</i> another limited partnership	序模 被 C 項) fund (Please also complete Part C)
具有法人資格的非香港有 a non-Hong Kong limited pa	限實任合夥 artnership with a legal personality
	有限責任合夥 <i>(請同時填報 C 項)</i>
a non-Hong Kong limited pa	artnership without a legal personality (Please also complete Part C)
地址 Address	
室/樓/座等	
Flat / Floor / Block etc.	
大廈	
Building	
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
医/市/省/州/郵遞區號等 District/City/Province/ State/Postal Code etc.	
國家/地區 Country/Region	
電郵地址 Email Address	
商業登記號碼	
Business Registration Number	T .

全名 Full Name

fund.

簽署 Signed : 全名 Name :

- 6 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- ⚠ C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

(只適用於建議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 proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)

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

a. 建議獲授權代表(年滿 18 歲的香港居民) Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)

通訊地址 Correspondence Add	ress				
(本處不接納郵政信箱號碼 Post	office box	numbers are n	ot acceptable)		
室/樓/座等 Flat/Floor/Block etc.					
大廈 Building					
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.					
EL District					
地區 Region	香港/	/HONG	KONG		
電郵地址 Email Address					
香港身分證號碼 Hong Kong Identity Card Numb	r				(

h

6. 建議普通合夥人 Proposed General Partner (續上頁 cont'd)

建議獲授權代表(公司/註冊非香港公司)

- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner
- Proposed Authorized Representative (Company / Registered Non-Hong Kong Company) 建議獲授權代表是一 Proposed 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 中文 Chinese 英文 English 地址 Address 16 室/樓/座等 Flat / Floor / Block etc. 大廈 Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. District 地區 香港/HONG KONG Region 置郵地址 Email Address 商業登記號碼 **Business Registration Number** 我們同意在基金獲註冊為有限合夥基金起擔任其獲授權代表。 We consent to be the authorized representative of the limited partnership fund with effect from the registration of the fund.

簽署 Signed :

全名 Name

身分 Capacity

A. 建議投資經理(年滿 18 歲的香港居民)

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

	Proposed Investment Manager (Ho	ng Kong Resident who is at lea	st 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
	香港身分證號碼 Hong Kong Identity Card Number		(
В.	建議投資經理(公司/註冊非香港 Proposed Investment Manager (Co		Kong Company)
	难識投資經理是一 Proposed Investment Manager is— 請在適用的空格內加上 ✓ 號 Plea	_	
] 註冊非香港公司 a register	red non-Hong Kong company
		中文 Chinese	
		英文 English	
	商業登記號碼 Business Registration Number		

18	8	建議負責人 Proposed Responsible Person
	Α.	建議負責人是一 Proposed Responsible Person is—
		請在遵用的空格內加上 ✓ 號 Please tick the relevant box
		■ 図可機構 ■ 済牌法圏 ■ 含計享業人士 ■ 法律享業人士 an authorized institution a licensed corporation an accounting professional a legal professional
		(請填報 B 或 C 項 Please complete item B or C)
	В.	建議負責人(自然人) Proposed Responsible Person (Natural Person)
		全名 Full Name
		サマギ A Name in Chinase ** *** *** *** *** *** *** *** *** **
		中文姓名 Name in Chinese 英文姓氏 Sumame in English 英文名字 Other Names in English
19		身分識別 Identification
		(a) 香港身分體號碼 Hong Kong Identity Card Number ()
		(b) 護照 Passport
		簽發國家╱地區 Issuing Country∕Region 號碼 Number
	C.	建議負責人(非自然人的實體) Proposed Responsible Person (Entity other than a natural person)
		全名 Full Name
		中文 Chinese
		英文 English
12		商業登記號碼 Business Registration Number
		<u></u>

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② 9 星交人資料 Presentor's Information

	/律師代表建議普通合夥人呈交一 on behalf of the proposed general partner by the following Hong Kong law firm/
請在適用的空格內加上 ✓ 香港律師行 Hong Kong law firm	※ Please tick the relevant box 中町 Solicttor
全名 Full Name	
	the the Chinasa
	中文 Chinese
	英文 English
地址 Address	
室/樓/座等 Flat / Floor / Block etc.	
大廈 Building	
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
E District	
地區 Region	香港/HONG KONG
電話 Telephone	傳真 Fax
電郵 Email	
商業登記號碼 Business Regi	istration Number
(只供以獨資經營形式執業的有 上「不適用」	建節填製,否則請填
Only applicable where the solicitor proprietorship. Otherwise, please state	r is pracising in sole ("Not Applicable")
呈交人檔號(如有的話) Presentor's Reference No. (if a	any)

10 聲明及陳述 Declaration and Statement

			lersigned, being the applicant of this app ion, undertaking and statements—	lication ("the Applicant"), h	ereby makes the following
			. 刻(b)及(c)項適用的空格內加上 ✓ 號 F 有關基金擬設立為有限合夥基金。	Please tick the relevant boxes in	items (b) and (c) below
		· ·	The fund is intended to be set up as a limite	ed partnership fund.	
		(b)	有關基金符合《有限合夥基金條例》(第 The fund meets the eligibility requirements (Cap. 637) ("the Ordinance").		
			除該條例第 7(1)(i)條外,有關基金符合 夥人,均屬同一公司集團之中的法團。 金,而在該基金捷發註冊證明書之日的第 显之中的法團,則公司註冊處處長可 Except for section 7(1)(i), the fund meets the the proposed partners in the fund are corpo understands that if the fund is registered a may strike the name of the fund off the LPI in the same group of companies after the s registration is issued.	有關申請人明白,如有關 第 2 個周年日後,該基金所 從 《基金登記冊》 剔除該 eligibility requirements in se- roations in the same group of s a limited partnership fund, F Register if all the partners	基金複註冊為有限合夥基有的合夥人均屬同一公司 医金的名解。 ction 7 of the Ordinance. All companies. The Applicant the Registrar of Companies in the fund are corporations
21		(c)	有關基金根據該條例第 29 條保存的 <u>所有</u> 處。	〔紀錄會 保存於本申請表第	2 項提述的建議註冊辦事
			All the records that the fund will be require in the proposed registered office referred to 有關基金根據胺條例第 29 條保存的所的地方一	in section 2 of this applicati	on.
			<u>All</u> the records that the fund will be require in the following place in Hong Kong other t		
			室/樓/座等 Flat/Floor/Block etc.		
			大廈 Building		
			街道/屋苑/地段/村等 Street / Estate / Lot / Village etc.		
			E District		
		_	region	香港/HONG KONG	
			有關基金根據該條例第 29 條保存的紀 Records that the fund will be required to k		
			kept in different places in Hong Kong, detail	ils are provided in Continuati	on Sheet B.
		(d)	(請用續頁 B 並明有關詳情 Please use Co 有關申請人明白,在本申請中作出在要項		
		(u)	The Applicant understands that it is an offer		
			misleading or deceptive in a material respe	ct.	
			書包括下列續頁 This Application		Continuation Sheet(s)
		續頁	Continuation Sheet(s)	Α	В
	Į	頁數	Number of pages		
6	答學	Signed	:		
•		Name :			
	身分	Capaci	ty:	日期 Date:	
	(如題	質用 ifap	pplicable) 建議普通合夥人 Proposed General Partner	日	DD / 月MM / 年YYYY
	指明編9	號 1/2023 (2	023 年 12 月) Specification No. 1/2023 (December 2023)		第九頁 Page 9

下方簽署人,即本申請的申請人(下稱「有關申請人」),現作出以下聲明、承諾及陳述一

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續頁 A Continuation Sheet A

建議投資經理詳情(第 7 項) Details of Proposed Investment Manager (Section 7)

A.	建議投資經理(年滿 18 歲的香港居民) Proposed Investment Manager (Hong Kong Resident 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
	香港身分證號碼 Hong Kong Identity Card Number
В.	建議投資經理(公司/註冊非香港公司) Proposed Investment Manager (Company/Registered Non-Hong Kong Company)
	建議投資經理是一 Proposed Investment Manager is—
	請在適用的空格內加上 ✓ 號 Please tick the relevant box
	公司 註冊非香港公司 a company a registered non-Hong Kong company
	全名 Full Name
	中文 Chinese
	英文 English
	商業登記號碼 Business Registration Number

表格 Form LPF1

續頁 B Continuation Sheet B

21	10	堅明及陳並(第 10(c)項) Declaration and Statement (Section 10(c)) (此續頁只供當有關基金根據該條例第 29 條保存的紀錄會 分別 保存於不同地方時使用 This Continuation Sheet is used only when the records that the fund will be required to keep under section 29 of the Ordinance will be <u>separately</u> kept in different places)
		有關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點— The records that the fund will be required to keep under section 29 of the Ordinance will be kept in the following place in Hong Kong—
		A. 有關紀錄 Record(s) Involved
		請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)
		經審計的基金的財務報表 Audited Financial Statements of the Fund Register of Partners
		客戶文件、紀錄及檔案
		每名合夥人的控權人 Controller of Each Partner
		B. 保存紀錄地點 Place for Keeping Records
		請在適用的空格内加上 / 號 Please tick the relevant box 有關紀錄會保存於本申請表第 2 項提述的建議註冊辦事處。 The record(s) involved will be kept in the proposed registered office referred to in section 2 of this application.
		有關紀錄會保存於下述香港的地點— The record(s) involved will be kept in the following place in Hong Kong—
		室/標/座等 Flat / Floor / Block etc.
		大廈 Building
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.

香港/HONG KONG

E District

地區 Region

(有限合夥基金條例) (第 637 章) 第 11 條規定交付的

有限合夥基金註冊申請書

填表須知 — 表格 LPF1

附註

引言

- 1. 本表格是用以向公司註冊處處長(「處長」)申請將基金註冊為有限合夥基金。
- 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。以手寫方式填寫的表格或不會被公司註冊處接納。
- 3. 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》(「該條例」)規定交付處長。

費用

4. 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《有限合夥基金的註冊》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

- 5. 本表格必須由基金的建議普通合夥人簽署。公司註冊處不接納未簽妥的表格。
 - (a) 如該建議普通合夥人是自然人,本表格必須由該人簽署。
 - (b) 如該建議普通合夥人是根據《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) 如該建議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774(1)條所界定者)簽署,並填上簽署 人的全名及身分。
 - (d) 如該建議普通合夥人是根據《有限責任合夥條例》(第37章)註冊的有限責任合 夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (e)如該建議普通合夥人是另一有限合夥基金,本表格必須由該另一基金的普通合 夥人或(如適用)該另一基金的獲授權代表簽署,並填上簽署人的全名及身分。
 - (f) 如該建議普通合夥人是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普通合夥人簽署,並填上簽署人的全名及身分。
 - (g) 如該建議普通合夥人是不具有法人資格的非香港有限責任合夥,本表格必須由 該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。

有限合夥基金的建議名稱 (第1項)

6. 建議名稱須為一個英文名稱、一個中文名稱、或一個包含英文名稱及中文名稱的名稱。 基金的英文名稱的最後三個字須為"Limited Partnership Fund"或最後一個字須為 "LPF"。而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的名稱的 規定及限制,請參閱該條例第8及第9條。

有限合夥基金的建議註冊辦事處地址 (第2項)

7. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址 及郵政信箱號碼。建議地址自基金獲註冊起,須視作基金的註冊辦事處地址,直至 有根據該條例第25條,就該地址的更改通知(表格LPF4A)送交處長存檔為止。

有限合夥基金的聯絡資料(第5項)

請提供基金的電郵地址及香港聯絡電話號碼以方便聯絡。如電郵地址或聯絡電話號碼其後有任何更改,請以表格LPF4A通知公司註冊處。

建議普通合夥人 (第6項)

- 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人、普通合夥人必 須是一
 - (a) 年滿 18 歲的自然人;
 - (b) 根據《公司條例》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》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。
- 10. 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。
- 11. 請填報屬非自然人的普通合夥人的地址。
 - (a) 如建議普通合夥人是根據《公司條例》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) 如建議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) 如建議普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其 主要營業地點地址。
 - (d) 如建議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) 如建議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) 如建議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。
- 12. 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。

- 13. 如建議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」。
- 14. (a) 如有限合夥基金的建議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一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議獲授權代表自基金獲註冊起,須視為該基金的獲授權代表,直至有根據該條例第23(6)條,就該獲授權代表的更改通知(表格 LPF4C)送交處長存檔為止。
- 15. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
 - (a) 如建議獲授權代表是公司,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) 如建議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。
- 16. 請填報建議獲授權代表的地址。
 - (a) 如建議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) 如建議獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如建議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。

建議投資經理 (第7項)

- 17. (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一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議投資經理自該基金獲註冊起,須視為獲委任為該基金的投資經理,直至有根據該條例第25條,就該投資經理的更改通知(表格 LPF4C)送交處長存檔為止。
 - (c) 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。

建議負責人 (第8項)

- 18. (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。該名負責人必須是一
 - (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》附表 1 第 2 部第 1 條所給予的涵義。

- (b) 建議負責人自該基金獲註冊起,須視為獲委任為該基金的負責人,直至有根據該條例第25條,就該負責人的更改通知(表格 LPF4C)送交處長存檔為止。
- (c) 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。
- 19. 請填報屬自然人的負責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。

呈交人資料 (第9項)

20. 將基金註冊為有限合夥基金的申請須由香港律師行或律師代表建議普通合夥人呈交。 香港律師行(Hong Kong firm)及律師(solicitor)具有《法律執業者條例》(第 159 章)第 2(1)條所給予的涵義。

根據該條例第 29 條須保存的紀錄 (第 10(c)項)

- 21. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何 其他地方,保存以下紀錄一
 - (i) 基金的財務報表,而該報表是由根據該條例第 21 條委任的核數師審計的;
 - (ii) 合夥人紀錄冊;
 - (iii) 就基金的客户(包括基金的有限責任合夥人)而言—《打擊洗錢及恐怖分子資金籌集條例》附表 2 第 20(1)(b)條描述的文件、紀錄及檔案;
 - (iv) 基金進行的每項交易的文件及紀錄;及
 - (v) 基金的每名合夥人的控權人。
 - (b) 關於保存紀錄的規定,請參閱該條例第 28 及 29 條。
 - (c) 如紀錄的保存地點有任何更改,基金的普通合夥人須根據該條例第31條將有關 更改的通知(表格 LPF4A)送交處長存檔。

APPLICATION FOR REGISTRATION OF LIMITED PARTNERSHIP FUND

For the purposes of section 11 of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF1

Introduction

- This form should be used for applying to the Registrar of Companies (the Registrar) for registration
 of a fund as a limited partnership fund.
- 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. 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 (the Ordinance).

Fee

4. 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 'Registration of a Limited Partnership Fund' 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

- This form must be signed by the proposed general partner in the fund. A form which is not properly signed will be rejected by the Companies Registry.
 - (a) If the proposed general partner is a natural person, this form must be signed by the person.
 - (b) If the proposed 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 proposed 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) of the company with the full name and capacity of the signatory stated.
 - (d) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), 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 proposed general partner is another limited partnership fund, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
 - (f) If the proposed general partner is 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.
 - (g) If the proposed general partner is a non-Hong Kong limited partnership without 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.

Proposed Name of the Limited Partnership Fund (Section 1)

6. The proposed name must be an English name, a Chinese name, or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合夥基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

Proposed Address of the Registered Office of the Limited Partnership Fund (Section 2)

7. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

Contact Information of the Limited Partnership Fund (Section 5)

Please provide the email address and contact telephone number in Hong Kong of the fund to facilitate communication. If there are any subsequent changes in the email address or the contact telephone number, please notify the Companies Registry by completing Form LPF4A.

Proposed General Partner (Section 6)

- Please provide the particulars of the proposed general partner. 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 or a former Companies Ordinance;
 - (c) a registered non-Hong Kong company;
 - (d) a limited partnership registered under the Limited Partnerships Ordinance;
 - (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.
- 10. 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.
- 11. Please provide the address of the proposed general partner (other than natural person).
 - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office.
 - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
 - (c) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
 - (d) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
 - (e) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
 - (f) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
- 12. 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.

- 13. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nii' in the box provided.
- 14. (a) 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
 - (i) a Hong Kong resident who is at least 18 years old:
 - (ii) a company: or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
- 15. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
 - (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
- 16. Please provide the address of the proposed authorized representative of the limited partnership fund.
 - (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
 - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

Proposed Investment Manager (Section 7)

- 17. (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) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
 - (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Proposed Responsible Person (Section 8)

- 18. (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.

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
- 19. Please provide the Hong Kong Identity Card number of the responsible person 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.

Presentor's Information (Section 9)

20. The application for registration of a fund as a limited partnership fund must be submitted on behalf of the proposed general partner by a Hong Kong firm or a solicitor. Hong Kong firm (香港律師行) and solicitor (律師) have the meanings given by section 2(1) of the Legal Practitioners Ordinance (Cap. 159).

Records that are required to be kept under section 29 of the Ordinance (Section 10(c))

- 21. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
 - (ii) a register of partners;
 - (iii) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance;
 - (iv) documents and records of each transaction carried out by the fund; and
 - (v) the controller of each of the partners in the fund.
 - (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
 - (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance



將指明基金註冊為 有限合夥基金的申請書 Application for Registration of a Specified Fund as a Limited Partnership Fund

表格 LPF2

註 Note

Α.		
	名稱 Name	
	英文名	,稱 English Name
	4 2 7	40 Okinasa Nama
В.	商業登記號碼 Business Registration Number	稱 Chinese Name
_		
2	有限合夥基金的建議名稱 Proposed Nam	ne of the Limited Partnership Fund
	建議英文名稱 Proposed English Name	
	建議中文名稱 Proposed Chinese Name	
提交	建議中文名稱 Proposed Chinese Name	請勿填寫本欄 For Official Use
姓名	で人資料 Presentor's Reference 名/名稱 Name:	請勿填寫本欄 For Official Use
姓名	で人資料 Presentor's Reference	請勿填寫本欄 For Official Use
姓名地址電影	で人資料 Presentor's Reference 名/名稱 Name:	請勿填寫本欄 For Official Use

有限合夥基金的建議註冊辦事處地址 Proposed Address of the Registered Office of the Limited Partnership Fund

(本處	不接納「轉交」地址及郵品			ina poot om			
	婆/座等 Floor/Block etc.						
大廈 Buildir	ng						
	/屋苑/地段/村等 /Estate/Lot/Village etc.						
E Distric	st						
地區 Region	n	香港/HON	NG KONC	ì			
Prop	osed Investment Scop	oe of the Limi	ted Partne	rship Fu	nd		
Prop	合夥基金的建議主要 posed Principal Place		of the Limit	ed Partr	nership	Fund	
Prop 室/相			of the Limit	ed Partr	nership	Fund	
Prop 室/相	osed Principal Place 蒙/座等 Floor/Block etc.		of the Limit	ed Partr	nership	Fund	
Prop 室/和 Flat 大廈 Buildir	osed Principal Place 蒙/座等 Floor/Block etc.		of the Limit	ed Partr	nership	Fund	
字 / 相 Flat / 大廈 Buildir 街道,Street 医/ 而 District	posed Principal Place (使/座等 Floor/Block etc.		of the Limit	ed Parti	nership	Fund	
Prop 室/林 Flat/ 大廈 Buildir 街道。 Street 医/f Distric State	posed Principal Place (使/座等 Floor/Block etc. 19 /屋苑/地段/村等 /Estate/Lot/Village etc. 15/省/州/郵週區號等 tt/Citty/Province/		of the Limit	red Partr	nership	Fund	
Prop 室/相 Flat/ 大廈 Buildir 街道之 Street 區/所 Distric State/ Countr	posed Principal Place *** ** ** ** ** ** ** ** **	of Business of			nership	Fund	
Prop 室/和 Flat / 大廈 Buildir 街道 / Street 區/所 State / Countri 有限	www.pincipal Place www.p	of Business of			nership	Fund	

全名 Full Name

7 建議普通合夥人 Proposed General Partner

(請填報 A 或 B 項 Please complete Part A or B)

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

	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		
	室 /樓/座等 Flat / Floor / Block etc.		
	大廈 Building		
	街道/屋苑/地段/村等 Street / Estate / Lot / Village etc.		
	區/市/省/州/郵號區號等 District/City/Province/ State/Postal Code etc.		
	國家/地區 Country/Region		
	電郵地址 Email Address		
1 3	身分識別 Identification		
	(a) 香港身分證號碼 Hong Kong Identity Card Number	r	()
	(b) 護照 Passport		
		簽發國家/地區 Issuing Country/Re	gion 號碼 Number

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

	4-3-01
	中文 Chinese
建議普通合夥人是—	英文 English
Proposed General Partner is— 請在適用的空格內加上 ✓ 號	Please tick the relevant box
	章)或《舊有公司條例》成立為法團的私人股份有限公司 _/ shares incorporated under the Companies Ordinance (Cap. 622) or a for
註冊非香港公司	
a registered non-Hong Kong 根據《有限責任合點條例	company 》(第 37 章) 註冊的有限責任合夥
a limited partnership register	red under the Limited Partnerships Ordinance (Cap. 37)
另一有限合夥基金(請同時 another limited partnership f	填搬 C 項) und (Please also complete Part C)
具有法人資格的非香港有	
_	rtnership with a legal personality
	有限責任合夥(請同時填報 C 項) rtnership without a legal personality (Please also complete Part C)
a non-nong itong ilinitea par	the ship without a legal personality (1 lease also complete 1 all o)
地址 Address	
室/樓/座等 Flat / Floor / Block etc.	
大廈	
大廈 Building	
Building 街道/屋苑/地段/村等	
Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/郵灣區號等 District/City/Province/	
Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/郵灣區號等 District/City/Province/ State/Postal Code etc. 國家/地區	

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- ⑥ C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

(只適用於建議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資任合夥 Only applicable where the proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)

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

a. 建議獲授權代表(年滿 18 歲的香港居民)

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

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in En
通訊地址 Correspondence Address (本處不接納郵政信箱號碼 Post office		
室/樓/座等 Flat/Floor/Block etc.		
大廈 Building		
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		
District		
地區 Region	港/HONG KONG	
電郵地址 Email Address		
香港身分證號碼 Hong Kong Identity Card Number		(
本人同意在基金獲註冊為有限合		vand with offert from the variety
the fund.	ormanye or the innited partitership it	and what effect from the registra
簽署 Signed :		

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

☑ 公司 a company	上 註冊非香港公司 a registered non-Hong Kong compan
全名 Full Name	
	中文 Chinese
	英文 English
地址 Address	央义 English
室/模/座等 Flat / Floor / Block etc.	
大廈	
入 優 Building	
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
E District	
District	
地區 Region	香港/HONG KONG
電郵地址 Email Address	
商業登記號碼	
Business Registration Number	
	· · · · · · · · · · · · · · · · · · ·

20	8	8 建議投資經理 Proposed Investment Manager (請填報 A 或 B 項。如須在 A 或 B 項填報超過一名建議投資經理,請用續頁 A) (Please complete Part A or B. Use Continuation Sheet A if more than 1 proposed investment manager in Part A or B is					
	A.	建議投資經理(年滿 18 歲的看 Proposed Investment Manager (F	st 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			
		香港身分離號碼 Hong Kong Identity Card Number		(
	В.	建議投資經理(公司/註冊非看 Proposed Investment Manager (C		Kong Company)			
		建議投資經理是— Proposed Investment Manager is	_				
		請在適用的空格內加上 ✓ 號 Pl	lease tick the relevant box				
		公司 a company	註冊非香港公司 a registered non-Hong Ko	ng company			
		全名 Full Name					

中文 Chinese

英文 English

15 商業登記號碼

Business Registration Number

21	9	建議負責人 Proposed Responsible Person
	A.	建議負責人是一 Proposed Responsible Person is—
		請在適用的空格內加上 ✔ 號 Please tick the relevant box
		認可機構
	В.	(請填報 B 或 C 項 Please complete Part B or C) 建議負責人(自然人) Proposed Responsible Person (Natural Person)
		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
22		身分識別 Identification
		(a) 香港身分證號碼 Hong Kong Identity Card Number
		(b) 護照 Passport
		条
	C.	建議負責人(非自然人的實體) Proposed Responsible Person (Entity other than a natural person) 全名 Full Name
		中文 Chinese
		英文 English
15		商樂登記號碼 Business Registration Number

10 聲明及陳斌 Declaration and Statement

The undersigned, being the applicant of this application ("the Applicant"), hereby makes the following declaration, undertaking and statements-請在下列(a)及(b)項適用的空格內加上 🗸 號 Please tick the relevant boxes in items (a) and (b) below 有關基金符合《有限合夥基金條例》(第637章)(下稱「該條例」)第7條的資格規定。 (a) The fund meets the eligibility requirements in section 7 of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance"). 除該條例第 7(1)(i)條外,有關基金符合該條例第 7 條的資格規定。有關基金所有的建議合夥 人,均屬同一公司集團之中的法團。有關申請人明白,如有關基金獲註冊為有限合夥基金,而 在該基金獲發註冊證明書之日的第2個周年日後,該基金所有的合夥人均屬同一公司集團之中 的法團,則公司註冊咸咸長可從《基金登記冊》剔除該基金的名稱。 Except for section 7(1)(i), the fund meets the eligibility requirements in section 7 of the Ordinance. All the proposed partners in the fund are corporations in the same group of companies. The Applicant understands that if the fund is registered as a limited partnership fund, the Registrar of Companies may strike the name of the fund off the LPF Register if all the partners in the fund are corporations in the same group of companies after the second anniversary of the date on which its certificate of registration is issued. 有關基金根據該條例第 29 條保存的所有紀錄會保存於本申請表第 3 項提述的建議註冊辦事處。 All the records that the fund will be required to keep under section 29 of the Ordinance will be kept in the proposed registered office referred to in section 3 of this application. 有關基金根據該條例第 29 條保存的所有紀錄會保存於其建議註冊辦事處以外的下述香港的地方一 All the records that the fund will be required to keep under section 29 of the Ordinance will be kept in the following place in Hong Kong other than its proposed registered office— Flat / Floor / Block etc. 大廈 Building 街道/屋苑/地段/村等 Street / Estate / Lot / Village etc. District 地區 香港/HONG KONG Region 有關基金根據該條例第 29 條保存的紀錄會 分別保存於香港不同地方,詳情載列於續頁 B。 Records that the fund will be required to keep under section 29 of the Ordinance will be separately kept in different places in Hong Kong, details are provided in Continuation Sheet B. (請用續頁 B 述明有關詳情 Please use Continuation Sheet B to provide the details) (c) 有關申請人明白,在本申請中作出在要項上屬虛假,具誤導性或具欺騙性的陳述,即屬犯罪。 The Applicant understands that it is an offence to make a statement in this application that is false, misleading or deceptive in a material respect. 本申讀書包括下列續頁 This Application includes the following Continuation Sheet(s) 續頁 Continuation Sheet(s) Α В 頁數 Number of pages

日期 Date:

下方簽署人,即本申請的申請人(下稱「有關申請人」),現作出以下聲明、承諾及陳述一

第九頁 Page 9

FDD / FMM / 年YYYY

建議普通合夥人 Proposed General Partner

簽署 Signed: 姓名 Name: 身分 Capacity:

(如適用 if applicable)

續頁 A Continuation Sheet A

2 建議投資經理詳情(第 8 項) Details of Proposed Investment Manager (Section 8)

	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		
	香港身分證號碼 Hong Kong Identity Card Number		()	
3.	建議投資經理(公司/註冊非看 Proposed Investment Manager (C		ong Kong Company)		
	建議投資經理是— Proposed Investment Manager is	;—			
	請在適用的空格內加上 號 P	lease tick the relevant box			
	公司 a company	註冊非香港公司 a registered non-H	ong Kong company		
	全名 Full Name				
	中文 Chinese				
		英文 English			
	商業登記號碼 Business Registration Number				

表格 Form LPF2

續頁 B Continuation Sheet B

23	10	整明及陳述(第 10(b)項) Declaration and Statement (Section 10(b)) (此續頁只供當有關基金根據該條例第 29 條保存的紀錄會分 別 保存於不同地方時使用 This Continuation Sheet is used only when the records that the fund will be required to keep under sec Ordinance will be <u>separately</u> kept in different places)	tion 29 of the			
		有關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點— The records that the fund will be required to keep under section 29 of the Ordinance in the following place in Hong Kong—	will be kept			
		A. 有關紀錄 Record(s) Involved				
		請在適用的空格內加上 ✓ 鸏 Please tick the relevant box(es)				
		經審計的基金的財務報表 Audited Financial Statements of the Fund Register of Partners				
		▼ 客戶文件、紀錄及檔案	nsactions			
		每名合夥人的控權人 Controller of Each Partner				
		B. 保存紀錄地點 Place for Keeping Records				
		請在適用的空格內加上 ✓ 號 Please tick the relevant box				
		有關紀錄會保存於本申讀表第 3 項提述的建議註冊辦事處。 The record(s) involved will be kept in the proposed registered office referred to in section application.	3 of this			
		有關紀錄會保存於下述香港的地點— The record(s) involved will be kept in the following place in Hong Kong—				
		室/模/座等 Flat / Floor / Block etc.				
		大廈 Building				
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.				
		L. District				

香港/HONG KONG

地區 Region

《有限合夥基金條例》(第 637 章) 第 79 條規定交付的

將指明基金註冊為有限合夥基金的申請書

填表須知 — 表格 LPF2

附註

引言

- 本表格是用以向公司註冊處處長(「處長」)申請將指明基金(即已根據《有限責任合夥 條例》(第 37 章)以有限責任合夥的形式設立及註冊的基金)根據《有限合夥基金條例》 (第 637 章)(「該條例」)註冊為有限合夥基金。
- 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。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 曾按該條例規定交付處長。

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《有限合夥基金的註冊》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。

答署

- 6. 本表格必須由第 1 項提述的擬註冊為有限合夥基金的指明基金的普通合夥人簽署,而該合夥人亦即第 7 項指名為有限合夥基金的建議普通合夥人。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。
 - (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 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》註冊的有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,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,本表格必須由該另一基金的普通合夥人或 (如適用)該另一基金的獲授權代表簽署,並填上簽署人的全名及身分。
 - (f) 如該普通合夥人是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普通合夥人簽署,並填上簽署人的全名及身分。
 - (g) 如該普通合夥人是不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 責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。

擬註冊為有限合夥基金的指明基金的名稱及編號 (第1項)

- 請填報指明基金(即已根據《有限責任合夥條例》以有限責任合夥的形式設立及註冊的 基金)的名稱。
- 8. 請填報由稅務局轄下的商業登記署所發出的指明基金的商業登記號碼(即商業登記證號碼的首8位數字),「-」後的數字無須填寫。

有限合夥基金的建議名稱 (第2項)

9. 建議名稱須為一個英文名稱、一個中文名稱,或一個包含英文名稱及中文名稱的名稱。 基金的英文名稱的最後三個字須為"Limited Partnership Fund"或最後一個字須為 "LPF"。而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的名稱的 規定及限制,請參閱該條例第 8 及第 9 條。

有限合夥基金的建議註冊辦事處地址 (第3項)

10. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址及 郵政信箱號碼。建議地址自基金獲註冊起,須視作基金的註冊辦事處地址,直至有根 據該條例第25條,就該地址的更改通知(表格LPF4A)送交處長存檔為止。

有限合夥基金的職絡資料(第6項)

11. 請提供基金的電郵地址及香港聯絡電話號碼以方便聯絡。如電郵地址或聯絡電話號碼 其後有任何更改,請以表格LPF4A通知公司註冊處。

建議普通合夥人 (第7項)

- 12. 請填報建議普通合夥人的資料。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》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》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。
- 13. 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。
- 14. 請填報屬非自然人的普通合夥人的地址。
 - (a) 如建議普通合夥人是根據《公司條例》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) 如建議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) 如建議普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其 主要營業地點地址。
 - (d) 如建議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) 如建議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) 如建議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。
- 15. 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。

- **16.** 如建議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」。
- 17. (a) 如有限合夥基金的建議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一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議獲授權代表自基金獲註冊起,須視為該基金的獲授權代表,直至有根據該條例第23(6)條,就該獲授權代表的更改通知(表格 LPF4C)送交處長存檔為止。
- 18. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
 - (a) 如建議獲授權代表是公司,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) 如建議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 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。
- 19. 請填報建議獲授權代表的地址。
 - (a) 如建議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) 如建議獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如建議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。

建議投資經理 (第8項)

- **20.** (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一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議投資經理自該基金獲註冊起,須視為獲委任為該基金的投資經理,直至有根據該條例第25條,就該投資經理的更改通知(表格 LPF4C)送交處長存檔為止。
 - (c) 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。

建議負責人 (第9項)

- 21. (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。該名負責人必須是一
 - (i) 認可機構;
 - (ii) 持牌法團;
 - (iii) 會計專業人十;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》附表 1 第 2 部第 1 條所給予的涵義。

- (b) 建議負責人自該基金獲註冊起,須視為獲委任為該基金的負責人,直至有根據該條例第25條,就該負責人的更改通知(表格 LPF4C)送交處長存檔為止。
- (c) 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。
- 22. 請填報屬自然人的負責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。

根據該條例第 29 條須保存的紀錄 (第 10(b)項)

- 23. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其 他地方,保存以下紀錄—
 - (i) 基金的財務報表,而該報表是由根據該條例第 21 條委任的核數師審計的;
 - (ii) 合夥人紀錄冊;
 - (iii) 就基金的客户(包括基金的有限責任合夥人)而言—《打擊洗錢及恐怖分子資金 籌集條例》附表 2 第 20(1)(b)條描述的文件、紀錄及檔案;
 - (iv) 基金進行的每項交易的文件及紀錄;及
 - (v) 基金的每名合夥人的控權人。
 - (b) 關於保存紀錄的規定,請參閱該條例第 28 及 29 條。
 - (c) 如紀錄的保存地點有任何更改,基金的普通合夥人須根據該條例第 31 條將有關更改的通知(表格 LPF4A)送交處長存檔。

APPLICATION FOR REGISTRATION OF A SPECIFIED FUND AS A LIMITED PARTNERSHIP FUND

For the purposes of section 79 of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF2

Introduction

- This form should be used for applying to the Registrar of Companies (the Registrar) for registration of a specified fund (which was set up in the form of a limited partnership and registered under the Limited Partnerships Ordinance (Cap. 37)) as a limited partnership fund under the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance).
- 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.
- 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 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 'Registration of a Limited Partnership Fund' 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 in the specified fund referred to in section 1 of this form, who is named in section 7 as the proposed general partner of the limited partnership 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 the person.
 - (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) 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, 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, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
 - (f) If the general partner is 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.
 - (g) If the general partner is a non-Hong Kong limited partnership without 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.

Name and Number of the Specified Fund for Registration as a Limited Partnership Fund (Section 1)

- Please provide the name of the specified fund which was set up in the form of a limited partnership and registered under the Limited Partnerships Ordinance.
- 8. Please provide the business registration number of the specified fund (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.

Proposed Name of the Limited Partnership Fund (Section 2)

9. The proposed name must be an English name, a Chinese name, or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合夥基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

Proposed Address of the Registered Office of the Limited Partnership Fund (Section 3)

10. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

Contact Information of the Limited Partnership Fund (Section 6)

11. Please provide the email address and contact telephone number in Hong Kong of the fund to facilitate communication. If there are any subsequent changes in the email address or the contact telephone number, please notify the Companies Registry by completing Form LPF4A.

Proposed General Partner (Section 7)

- Please provide the particulars of the proposed general partner. 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 or a former Companies Ordinance:
 - (c) a registered non-Hong Kong company;
 - (d) a limited partnership registered under the Limited Partnerships Ordinance;
 - (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.
- 13. 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.
- 14. Please provide the address of the proposed general partner (other than natural person).
 - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office.
 - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
 - (c) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
 - (d) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.

- (e) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
- (f) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
- 15. 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.
- 16. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.
- 17. (a) 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—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
- 18. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
 - (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
- 19. Please provide the address of the proposed authorized representative of the limited partnership fund.
 - (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
 - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

Proposed Investment Manager (Section 8)

- 20. (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) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
 - (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Proposed Responsible Person (Section 9)

- 21. (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.

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
- 22. Please provide the Hong Kong Identity Card number of the responsible person 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.

Records that are required to be kept under section 29 of the Ordinance (Section 10(b))

- 23. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance:
 - (ii) a register of partners;
 - (iii) in relation to a customer of the fund (including a limited partner in the fund)—the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance;
 - (iv) documents and records of each transaction carried out by the fund; and
 - (v) the controller of each of the partners in the fund.
 - (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
 - (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance



有限合夥基金

地址、紀錄的保存地點及投資範圍 的更改通知

Notification of Change in Address, Location of Records and Investment Scope of Limited Partnership Fund

表格 LPF4A

編號 Number

2	<i>請只填報有更改的項目</i> 註冊辦事處地址的							
	新註冊辦事處地址 N		_		st office box numbers a	re not acceptable	e)	
						4	· 支效日 fective D	
	室/樓/座等 Flat/Floor/Block etc.							
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	街道/屋苑/地段/村等 Street / Estate / Lot / Village etc.							
	E District							
	地區 Region	香港/	HONG KO	NG				
	交人資料 Presentor's Ro 名/名稱 Name:	eference		請勿填寫	本欄 For Official U	Jse		
姓4								

表格			A	Λ
Form	ш	г	4	н

- 1	編號N	umber	

3 主要營業地點的更改 Change in Principal Place of Business

3	土安宫来地船的史以 Change in Finicipal Flace of Business			
	新主要營業地點 New Principal Place of Business		生效日 ffective D	
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	大直 Building		/4 ······	4
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.			
	區/市/省/州/郵贈區號等 District/City/Province/ State/Postal Code etc.			
	國家/地區 Country/Region			
4	電郵地址 Email Address		生效日 ffective D	
		目DD	月MM	年 YYYY
5	香港聯絡電話號碼 Hong Kong Contact Telephone Number		生效日 ffective D	
	+852			
		目DD		年 YYYY
6	投資範圍的更改 Change in Investment Scope		生效日 ffective D	
		目DD	月MM	年 YYYY

表格 I DEAA

編號	Number

第三頁 Page 3

orm LPF4A			
紀錄的保存地點的更改 Cha	nge of Place in whic	ch Records are Kept	
(如涉及多於一個地點‧請用續頁填軟	Use Continuation Sheet is	f more than one place is involved)	
A. 有關紀錄 Record(s) Invol 請在適用的空格內加上 ✓ 號 Please			
經審計的基金的財務報表 Audited Financial Statemen	ts of the Fund	合夥人紀錄冊 Register of Partners	
客戶文件、紀錄及檔案 Documents, Records and F	iles of Customers	交易文件及紀錄 Documents and Records of	of Transactions
每名合夥人的控權人 Controller of Each Partner			
B. 新的保存紀錄地點 New P 請在適用的空格內加上 ✔ 號並填上		cords elevant box(es) and fill in the effective date	
轉為保存於註冊辦事處 Changed to be Kept at the F	Registered Office		
註冊辦事處以外的保存地點 Place other than the Registe			
室/樓/座等 Flat/Floor/Block etc.			
大廈 Building			
街道/屋苑/地段/村等 Street/Estate/Lot/Village e	etc.		
■ District			
地區 Region	香港/HONG	KONG	
生效日期 Effective Date			
	目DD	月 MM	年 YYYY
註 Remarks			
×通知書所包括的續頁數目 umber of Continuation Sheet(s) in	cluded in this Notifica	tion	
§署 Signed:			
性名 Name:			
身分 Capacity :		日期 Date:	
(如適用 if applicable)	普通合夥人 General Partner		MM / 年 YYYY

表格 Form **LPF4A** 續頁 Continuation Sheet

			_	編號 Number
7	紀錄的保存地點的更改 Chang A. 有關紀錄 Record(s) Involved 請在適用的空格內加上 / 號 Please tick	I	Records are kept	
	經審計的基金的財務報表 Audited Financial Statements of		☐ 合夥人紀錄冊 Register of Partne	rs
	客戶文件、紀錄及檔案 Documents, Records and Files	of Customers	交易文件及紀錄 Documents and Re	ecords of Transactions
	每名合夥人的控權人 Controller of Each Partner			
	B. 新的保存紀錄地點 New Plac			
	請在適用的空格內加上 ✔ 號並填上生效 轉為保存於註冊辦事處 Changed to be Kept at the Regi		vant box(es) and fill in the effec	xive date
	註冊辦事處以外的保存地點 Place other than the Registered	I Office		
	室/樓/座等 Flat/Floor/Block etc.			
	大廈 Building			
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.			
	L. District			
	地區 Region	香港/HONG K	ONG	
	生效日期 Effective Date			
	Philip Describe	日DD	月MM	年 YYYY
6	曽註 Remarks			

《有限合夥基金條例》(第 637 章) 第 25 及 31 條規定交付的

有限合夥基金地址、紀錄的保存地點及投資範圍的更改通知

填表須知 — 表格 LPF4A

附註

引言

- 1. 有限合夥基金(「基金」)的註冊辦事處地址、主要營業地點、投資範圍,或根據《有限合夥基金條例》(「該條例」)第29條提述的紀錄的保存地點如有任何更改,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。
- 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。
- 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該條例規定交付處 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。

答署

- 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 須由根據該條例第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774(1)條所界定者)簽署,並填上簽署人的全名及身分。

紀錄的保存地點的更改 (第7項)

- 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其他地方,保存以下紀錄—
 - (a) 基金的財務報表,而該報表是由根據該條例第21條委任的核數師審計的;
 - (b) 合夥人紀錄冊;
 - (c) 就基金的客戶(包括基金的有限責任合夥人)而言,《打擊洗錢及恐怖分子資金籌集條例》 (第615章)附表 2 第 20(1)(b)條描述的文件、紀錄及檔案;
 - (d) 基金進行的每項交易的文件及紀錄;及
 - (e) 基金的每名合夥人的控權人。
- 8. 如僅因有關基金的註冊辦事處地址更改,而有基金紀錄的保存地點的更改,基金的普通合夥人 無須就紀錄的保存地點的更改交付更改通知。
- 9. 如有關紀錄的不同部分保存於不同的地點,請於「備註」一欄內清楚述明保存於該地點的相關部分。例如,某紀錄按時段保存於不同的地點時,須於「備註」一欄內述明保存於該地點的紀錄所涵蓋的時段,並用續頁填報其餘地點。

NOTIFICATION OF CHANGE IN ADDRESS, LOCATION OF RECORDS AND INVESTMENT SCOPE OF LIMITED PARTNERSHIP FUND

For the purposes of sections 25 and 31 of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF4A

Introduction

- 1. Where there is a change in the address of the registered office, principal place of business, investment scope of the limited partnership fund (the fund) or the place in which the records referred to in section 29 of the Limited Partnership Fund Ordinance (the Ordinance) are kept, 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.
- 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.
- 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 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

- 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) 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 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) of the company with the full name and capacity of the signatory stated.

Change of Place in which Records are kept (Section 7)

- The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - (a) the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
 - (b) a register of partners;
 - (c) in relation to a customer of the fund (including a limited partner in the fund)—the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615);
 - (d) documents and records of each transaction carried out by the fund; and
 - (e) the controller of each of the partners in the fund.
- If there is a change of the place in which records are kept only because of the change of the address of the fund's registered office, the general partner in the fund need not file a notification of change of the place in this form
- 9. Where different parts of the record are kept at different places, please state clearly in the "Remarks" box the specific parts of the record kept in the stated place (e.g. in the case where a record covering different periods is kept at different places, state the period covered by the specific part of the record that is kept at the stated place in the relevant "Remarks" box) and use continuation sheet(s) to report the remaining place(s).



有限合夥基金普通合夥人、 獲授權代表、投資經理及負責人 詳情更改通知

Notification of Change in Particulars of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund

表格 LPF4B

			編號 Number
註 Note	•		
	1	有限合夥基金名稱 Name of the Limited Partnership Fund	
	2	普通合夥人/獲授權代表/投資經理/負責人詳情更改	
		Change in Particulars of General Partner / Authorized Representative Responsible Person (如有需要·請用續頁填報 Please use Continuation Sheet for reporting if necessary)	/ Investment Manager/
	A.	現時在公司註冊處登記的詳情 Particulars Currently Registered with the Con	npanies Registry
7		身分 Capacity	
		<i>請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)</i> 普通合夥人 General Partner 投資經理 Investment Manag	自責人 Responsible Person
		姓名/名稱 Full Name	
3		交人資料 Presentor's Reference 名/名賴 Name:	
	-		
	地址	biL Address:	
		話 Tel: 傳真 Fax: 鄭 Email:	
		Reference:	

表格 LPF4B

 編號	Number	

2 普通合夥人/獲授權代表/投資經理/負責人詳情更改 (領上頁)
Change in Particulars of General Partner/Authorized Representative/Investment Manager/
Responsible Person (contd)

	語大學報行步以的項目 Fieds	se complete item(s) with chang	<u>je(s) only</u>		生效日類 fective I	
	(a) 全名(自然人) Full Name (Natural Person)		. —		-
	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English	H DD	月MM	年Y
	(b) 全名(非自然人) Full Name		222			
		,				
		中文名稱 Name in Chinese		∄ DD	月MM	年Y
		英文名稱 Name in English				
	(c) 地址 Address					
	室/樓/座等 Flat / Floor / Block etc.					
				目DD	月MM	年Y
	大廈 Building					
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.					
	區/市/省/州/郵遞區號等 District/City/Province/ State/Postal Code etc.					
	國家/地區 Country / Region					
	Country / Region					
	(d) 電郵地址 Email Address					
	A S and Alberta 21 American with 11			日DD	月MM	年Y
	(e) 香港身分證號碼 Hong Kon	ng Identity Card Number			Π	Π
			(_)			
	(f) 護照 Passport			H DD	月MM	## Y
	簽發國家/地區 Issuing Cou	ntry / Region	號碼 Number	目DD	月MM	年Y
	(g) 商業登記號碼 Business R					
	(9) Ind NATE BEIGHT AND THE STATE OF	g				
				∃DD	月MM	ÉΥ
-t- 48	医加索氏与长的德豆数 日					T.
	種知書所包括的續頁數目 mber of Continuation Sheet(s) i	ncluded in this Notification				
*	Signed :					
XX 1						
	名 Name:					

表格 Form **LPF4B** 續頁 Continuation Sheet

			編號 Nu	mber	
	表/投資經理/負責人詳f of General Partner/Author ection 2)		/Investmen	t Mana	gei
現時在公司註冊處登記的 身分 Capacity <i>請在適用的空格內加上 √ 號</i>	詳情 Particulars Currently Re	egistered with the Com	panies Regist	ry	
普通合夥人 General Partner 姓名 /名稱 Full Name	養授權代表 Authorized Representative	投資經理 Investment Manager	☐ 負責人 Responsi	ble Pers	on
	ease complete item(s) with change	ne(s) only		生效日期 ective Da	
(a) 全名(自然人) Full Nam	e (Natural Person)				
中文姓名 Name in Chinese (b) 全名(非自然人) Full N	英文姓氏 Surname in English ame (Other than Natural Person)	英文名字 Other Names in E	nglish 目 DD	月MM:	年Y
	中文名稱 Name in Chinese		目 DD	月MM:	年Y
(c) 地址 Address	英文名稱 Name in English				
室/樓/座等 Flat / Floor / Block etc.					
大廈 Building			目DD	月 MM:	年Y
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc					
區/市/省/州/郵遞區號等 District / City / Province / State / Postal Code etc.					
國家/地區 Country/Region					
(d) 電郵地址 Email Addres	ss				
(e) 香港身分證號碼 Hong	Kong Identity Card Number		目DD	月MM:	年Y
(6) 11/12/20/20 11/12/20/20/20/20/20/20/20/20/20/20/20/20/20	itong idonaty card itambo.	()		
			月 DD	月MM:	年Y
(f) 護照 Passport					
			目DD	月MM:	Ar V
簽發國家/地區 Issuing C	country / Region	號碼 Number		V3 IMIMI S	₩ [
(g) 商業登記號碼 Busines	s Registration Number			<u> </u>	
1			■ DD	В мм	# ∨

《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、投資經理及負責人詳情更改通知

填表須知 — 表格 LPF4B

附註

引言

- 1. 有限合夥基金(「基金」)的普通合夥人、獲授權代表、投資經理或負責人的詳情如有任何更改, 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。
- 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 不會被公司計冊處接納。
- 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774(1)條所界定者)簽署,並填上簽署人的全名及身分。

普通合夥人/獲授權代表/投資經理/負責人詳情更改 (第 2A 項)

7. 請沭明詳情有所更改者的身分。

更改詳情 (第 2B)

8. 請在適當的空格內申報普通合夥人/獲授權代表/投資經理/負責人的新詳價,並在相關的空格內註明生效日期。沒有更改的詳情無需填報。

地址 (第 2B(c)項)

- 9. (a) 本欄只供填報下列普通合夥人/獲授權代表地址的變更-
 - (i) 如普通合夥人/獲授權代表是自然人,請填報其通訊地址,該地址不得為郵政信箱號 確。
 - (ii) 如普通合夥人是根據《公司條例》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。
 - (iii) 如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。
 - (iv) 如普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其主要營業 地點地址。
 - (v) 如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。
 - (vi) 如普通合夥人是具有法人資格的非香港有限責任合夥,或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。
 - (vii) 如獲授權代表是公司,請填報其在香港的註冊辦事處地址。
 - (viii) 如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。
 - (b) 投資經理及負責人無須申報其地址的變更。

電郵地址(第 2B(d)項)

10. 本欄只供填報普通合夥人/獲授權代表電郵地址的變更。

商業登記號碼 (第 2B(g)項)

11. 本欄只供<u>圖非自然人</u>的普通合夥人、獲授權代表、投資經理或負責人申報其商業登記號碼的變更。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。

NOTIFICATION OF CHANGE IN PARTICULARS 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 LPF4B

Introduction

- 1. Where there is a change in the particulars 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.
- 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

- 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) 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.
 - 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) of the company with the full name and capacity of the signatory stated.

Change in Particulars of General Partner / Authorized Representative / Investment Manager / Responsible Person (Section 2A)

7. Please indicate the capacity(ies) of the person(s) whose particulars have changed.

Details of Change(s) (Section 2B)

8. Please state only the <u>new particulars</u> of the general partner/authorized representative/investment manager/responsible person in the appropriate box(es) provided and specify the effective date of change in the corresponding box. There is no need to state those particulars which remain unchanged.

Address (Section 2B(c))

- 9. (a) This item is for reporting the change of address of the general partner / authorized representative.
 - (i) If the general partner / authorized representative is a natural person, please provide the correspondence address. Post office box numbers are not acceptable.
 - (ii) If the general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office
 - (iii) If the general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
 - (iv) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
 - If the general partner is another limited partnership fund, please provide the address of its registered office.
 - (vi) If the general partner is a non-Hong Kong limited partnership with a legal personality, or a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
 - (vii) If the authorized representative is a company, please provide the address of its registered office in Hong Kong.
 - (viii) If the authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
 - (b) Investment manager and responsible person are not required to report any change of address.

Email Address (Section 2B(d))

10. This item is for reporting the change of email address of the general partner/authorized representative.

Business Registration Number (Section 2B(g))

11. This item is for the general partner, authorized representative, investment manager or responsible person <u>other than natural person</u> to report the change of its business registration number. 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.



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 LPF4C

				號 Number
	有限合夥基金名稱 Name of the Limited Par	tnership Fund		
	普通合夥人的變更 Change of General Parti	ner		
	普通合夥人的停任 Cessation of the General Partr	ner		
	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 Registere	ed with the Compani	es Registry	
	請在適用的空格內加上 ✓ 號 Please tick the relevant box			
	停任原因 退出 Reason for Cessation Withdrawal	免職 Removal	更换 Replacement	
	停任日期 Date of Cessation			
		∐ DD	月MM	年YYY
	新普通合夥人的詳情 Details of the new Genera	* *	74 ······	
	成為普通合夥人的日期			
	成為首題日授入町口朔 Date of Becoming General Partner			
		日 DD		年 YY1
		H DD	月 MM	T · · · ·
_				
	交人資料 Presentor's Reference 名/名稱 Name:		For Official Use	
ŧ1				
£1	名/名稱 Name:			
£1	名/名稱 Name:			
1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	名/名稱 Name:			

表格 LPF4C

編號 Number

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

	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in Engl
通訊均	也址		
	spondence Address 不接納郵政信箱號碼 Post office box	numbers are not acceptable)	
	《/座等 Floor / Block etc.		
大廈 Buildir	g		
	/屋苑/地段/村等 /Estate / Lot / Village etc.		
Distric	i/省/州/郵遞區號等 t/City/Province/ /Postal Code etc.		
國家 / Count	地區 y/Region		
電郵	也址 Email Address		
身分	義別 Identification		
,	香港身分證號碼 Hong Kong Identity Card Numb	er	(
	護照 Passport		

表格 LPF4C

新普通合夥人的詳情 Details o	or the new Concrar i drainer
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 Pleas	se tick the relevant box
根據《公司條例》(第 622 a private company limited	章) 或《舊有公司條例》成立為法團的私人股份有限公司 by shares incorporated under the Companies Ordinance (Cap. 622) or a form
Companies Ordinance 註冊非香港公司	
a registered non-Hong Kon	ng company
)(第 37 章) 註冊的有限責任合夥 tered under the Limited Partnerships Ordinance (Cap. 37)
另一有限合夥基金 (請同時)	填製第 3 項) 5 fund (Please also complete Section 3)
具有法人資格的非香港有限	艮責任合夥
	artnership with a legal personality 与限責任合夥(詩同時填複第3項)
	artnership without a legal personality (Please also complete Section 3)
地址 Address	
室/樓/座等	
Flat / Floor / Block etc.	
大廈	
Building	
街道/屋苑/地段/村等	
Street/Estate/Lot/Village etc.	
區/市/省/州/郵遞區號等 District / City / Province /	
State / Postal Code etc.	
區/市/省/州/郵遞區號等 District / City / Province /	
医/市/省/州/郵遞區號等 District / City / Province / State / Postal Code etc. 國家/地區	

編號 Number

3 獲授權代表的變更 Change of A	Authorized Representative	<u> </u>	
A. 獲授權代表的停任 Cessation of the	•		
現時在公司註冊處登記的獲授權代表			
Full Name of the Authorized Represer	ntative Currently Registered wit	th the Companies Regi	stry
hate Ann 100 2001			
停任日期 Date of Cessation			
			年YYYY
(只適用於普通合夥人是另一有限合夥基 Only applicable where the general partner is an	of Authorized Representative 金或是不具有法人資格的非香港利	e 有限責任合夥	·
(只適用於普通合夥人是另一有限合夥基	of Authorized Representative 金或是不具有法人資格的非香港利	e 有限責任合夥	·
(只適用於普通合夥人是另一有限合夥基 Only applicable where the general partner is an 委任日期	of Authorized Representative 金或是不具有法人資格的非香港科	e 有限責任合夥	·
(只適用於普通合夥人是另一有限合夥基 Only applicable where the general partner is an 委任日期	of Authorized Representative 金或是不具有法人資格的非香港 nother limited partnership fund or a non-	e 均限責任合夥 Hong Kong limited partnersh	ip without a legal pers
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(只獲用於普通合移人是另一有限合夥基 Only applicable where the general partner is at 委任日期 Date of Appointment (請填報 a 或 b 項 Please complete item a o 獲授權代表(年滿 18 歲的香港居 E Authorized Representative (Hong	of Authorized Representative 金或是不具有法人資格的非常港 nother limited partnership fund or a non- 田 DD or b)	e 自限責任合夥 Hong Kong limited partnersh 月 MM	ip without a legal pers
(只適用於青適合移人是另一有限合夥基 Only applicable where the general partner is an 委任日期 Date of Appointment (請填報 a 或 b 項 Please complete item a o a. 獲授權代表(年滿 18 歳的香港居居	of Authorized Representative 金或是不具有法人資格的非常港 nother limited partnership fund or a non- 田 DD or b)	e 自限責任合夥 Hong Kong limited partnersh 月 MM	ip without a legal pers
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(本處不接納郵政信箱號碼 Post office box numbers are not acceptable)

室/樓/座等 Flat / Floor / Block etc.		
大廈 Building		
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		
■ District		
地區 Region	香港/HONG KONG	
電郵地址 Email Address		
香港身分證號碼 Hong Kong Identity Card Number		()

13 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:

表格 LPF4C 編號 Number 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 b. 獲授權代表(公司/註冊非香港公司) Authorized Representative (Company / Registered Non-Hong Kong Company) 獲授權代表是一 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 中文 Chinese 英文 English 地址 Address 室/樓/座等 Flat / Floor / Block etc. 大廈 Building 街道/屋苑/地段/村等 Street / Estate / Lot / Village etc. E District 地區 香港/HONG KONG Region 電郵地址 Email Address 商業登記號碼 **Business Registration Number** 我們同意擔任有限合夥基金的獲授權代表。 13 We consent to be the authorized representative of the limited partnership fund.

簽署 Signed:

全名 Name

身分 Capacity :

表格 | DF4〇

nager 資經理・請用續頁) ore than 1 investment manage it Manager	er in Part A or B is invol	
資經理,請用續頁) ore than 1 investment manage	er in Part A or B is invol	
ore than 1 investment manage	er in Part A or B is invol	
	er in Part A or B is invol	
		vea)
Registered with the Compa	anies Registry	
Ħ DD	月MM	年YYYY
Manager		
日 DD	月 MM	年 YYYY
姓氏 Surname in English	英文名字 Oth	ner Names in English
		(
I Non-Hong Kong Com	panv)	
	,	
^{ox} 香港公司 a registered non	-Hong Kong comp	any
中文 Chinese		
中文 Chinese		
	Manager H DD who is at least 18 years MEE, Surname in English	Manager EDD 月MM /ho is at least 18 years old) 维氏 Surname in English 英文名字 Oth

商業登記號碼 Business Registration Number

表格 LPF4C

orn	LPF4C					
5.	負責人的變更 Chan	ge of Respons	ible Persor	ı		
A.	負責人的停任 Cessa	tion of the Res	ponsible P	erson		
	現時在公司註冊處登記 Full Name of the Respo			istered with the Co	mpanies Registry	
	停任日期 Date of Cessation					
			_	日 DD	月 MM	年 YYYY
3.	負責人的委任 Appoi	ntment of Resp	onsible Pe	rson		
	委任日期 Date of Appointment					
	Date of Appointment		_	Ħ DD	月MM	年 YYYY
	負責人是 — Responsible Person	is —				
	請在適用的空格內加上✓		e relevant box			
	認可機構	持牌法				法律專業人士
	an authorized institu (請填報 b 或 c 項 Please d	complete item b or c			nting professional	a legal professional
١.	負責人(自然人) Resp 全名 Full Name	onsible Perso	n (Natural I	Person)		
	主名 Full Name					
	中文姓名 Name in 身分識別 Identification		英文姓	氏 Surname in English	英文名字	Other Names in English
	(a) 香港身分證號碼	Г				
	Hong Kong Identity	Card Number				
	(b) 護照 Passport					
		簽發國家/	地區 Issuing (Country / Region	號碼	Number
	負責人(非自然人的實	體) Responsib	ole Person	(Entity other than	a natural person)	
	全名 Full Name					
				中文 Chinese		
		_		英文 English		
	商業登記號碼 Business Registration	Number				
- 22	極知所包括的續頁數目	-				
	it和用包括的模具数日 nber of Continuation \$		led in this N	lotification		
F	Signed :					

日期 Date:

日 DD / 月 MM / 年 YYYY

編號 Number

普通合夥人 General Partner

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姓名 Name: 身分 Capacity:

(如適用 if applicable)

表格 LPF4C

rm	LFI 40		4	號 Number
小首	· 經理的變更 (第 4 項) Change of Investm	ent Manager (Section 4)		
	投資經理的停任 Cessation of the Invest			
•	現時在公司註冊處登記的投資經理的全名			
	Full Name of the Investment Manager Curren	ntly Registered with the Cor	mpanies Registry	
	停任日期 Date of Cessation			
	Date of Cessation			
		日 DD	月 MM	年 YYYY
В.	投資經理的委任 Appointment of Invest	ment Manager		
	委任日期 Date of Appointment			
		日 DD	月 MM	年 YYYY
a.	(請填範 a 或 b 項 Please complete item a or b) 投資經理(年滿 18 歲的香港居民) Investment Manager (Hong Kong Reside 全名 Full Name	ent who is at least 18 yea	ars old)	
	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字	Other Names in English
	香港身分離號碼 Hong Kong Identity Card Number			()
b.	投資經理(公司/註冊非香港公司) Investment Manager (Company/Regist	ered Non-Hong Kong Co	ompany)	
	投資經理是 — Investment Manager is — 讀在適用的空格內加上 √ 號 Please tick the releva	ant box		
	公司 a company 註冊	带非香港公司 a registered r	non-Hong Kong con	npany
	全名 Full Name			
		中文 Chinese		
		英文 English		
	商業登記號碼	央文 Cligilisti		
	Business Registration Number			

續頁 Continuation Sheet

(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

- 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。
- 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,普通合夥人必須是一
 - (a) 年滿 18 歳的自然人;
 - (b) 根據《公司條例》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》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》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》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. 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。
- 11. 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)

- 12. 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一
 - (a) 年滿 18 歲的香港居民;
 - (b) 公司;或
 - (c) 註冊非香港公司。
- 13. 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,並其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 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。

- 14. 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)

- **15.** (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 經理必須是一
 - (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)

- 16. (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。該名負責人必須是一
 - (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》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

- 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.
- 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.
- 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

- 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) 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) 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 or a former Companies Ordinance:
 - (c) a registered non-Hong Kong company;
 - (d) a limited partnership registered under the Limited Partnerships Ordinance;
 - (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 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, 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. 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.
- 11. 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)

- 12. 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.
- 13. 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) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.

- 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)

- 15. (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)

- 16. (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) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance.

(b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.



非香港基金在申請日期的資料

將非香港基金註冊為 有限合夥基金的申請書 Application for Registration of a Non-Hong Kong Fund as a Limited Partnership Fund

表格 LPF10

註 Note

1

Particulars of the Non-Hong Kong Fund as at the Application Date 6 A. 名稱 Name B. 設立地 Place of Establishment ■ C. 商業登記號碼 Business Registration Number 有限合夥基金的建議名稱 Proposed Name of the Limited Partnership Fund 建議英文名稱 Proposed English Name 建議中文名稱 Proposed Chinese Name **10** 3 有限合夥基金的建議註冊辦事處地址 Proposed Address of the Registered Office of the Limited Partnership Fund (本處不接納「轉交」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable) 室/樓/座等 Flat / Floor / Block etc. 大廈 Building 街道/屋苑/地段/村等 Street / Estate / Lot / Village etc. District

請勿填寫本欄 For Official Use

香港/HONG KONG

地區

Region

表格 LPF10

•

ļ	有限合夥基金的建議投資範圍 Proposed Investment Scope of the	he Lim	ited Part	nership I	und		
	有限合夥基金的建議主要營業 Proposed Principal Place of Bus		of the Liı	nited Par	tnership	Fund	
	室/樓/座等						
	Flat / Floor / Block etc.						
	大廈 Building						
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.						
	區/市/省/州/郵灣區號等 District / City / Province / State / Postal Code etc.						
	國家/地區 Country / Region						
	有限合夥基金的聯絡資料 Contact Information of the Limite	ed Parti	nership F	und			
	(a) 電郵地址 Email Address						
	(b) 香港聯絡電話號碼 Hong Kong Contact Telephone Nur		+852				

表格 LPF10

② 7 建議普通合夥人 Proposed General Partner

(請填報 A 或 B 項 Please complete Part A or B)

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

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in En
通訊地址 Correspondence Address (本處不接納郵政信箱號碼 Post office b	ox numbers are not acceptable)	
And Cale Code Mile		
室/樓/座等 Flat / Floor / Block etc.		
大廈		
Building		
街道/屋苑/地段/村等		
Street / Estate / Lot / Village etc.		
區/市/省/州/郵還區號等 District/City/Province/		
State / Postal Code etc.		
國家/地區 Country/Region		
Country / Region		
電郵地址 Email Address		
E SPACE E MANAGEMENT		
身分識別 Identification		
20 70 MA 201		
(a) 香港身分證號碼 Hong Kong Identity Card Number		(
riong itong identity card itamper		\

表格 LPF10

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

	中文 Chinese
	英文 English
建議普通合夥人是—	
Proposed General Partner is— 請在適用的空格內加上 🗸 🖠	# Please tick the relevant box
	22 章)或《舊有公司條例》成立為法團的私人股份有限公司 by shares incorporated under the Companies Ordinance (Cap. 622) or a form
a registered non-Hong Kon	
	引》(第 37 章) 註冊的有限責任合夥 ered under the Limited Partnerships Ordinance (Cap. 37)
另一有限合夥基金(請同語	序填製 C 項) f und (Please also complete Part C)
具有法人資格的非香港有	
	artnership with a legal personality 售有限責任合夥(請同時填搬 C 項)
	artnership without a legal personality (Please also complete Part C)
地址 Address	
室/樓/座等	
室/樓/座等 Flat/Floor/Block etc.	
©/樓/座等 □at/Floor/Block etc. 大廈	
区/楼/座等 Flat/Floor/Block etc. 大直 Building 街道/里苑/地段/村等	
医/標/座等 Flat/Floor/Block etc. 大廈 Building 斯道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 基/市/省/州/郵遞區號等 District/City/Province/	
室/様/座等 Flat / Floor / Block etc. 大廈 Building 街道/屋苑/地段/村等 Street / Estate / Lot / Village etc. 医/市/省/州/郵遞區號等 District / City / Province / State / Postal Code etc. 國家/地區 Country / Region	
室/標/座等 Flat / Floor / Block etc. 大廈 Building 街道/屋苑/地段/村等 Street / Estate / Lot / Village etc. 医/市/省/州/郵遞區號等 District / City / Province/ State / Postal Code etc. 國家/地區	
医/標/座等 Flat/Floor/Block etc. 大廈 Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 医/市/省/州/郭盟區號等 State/Postal Code etc. 國家/地區 Country/Region	

全名 Full Name

- 7 建議普通合夥人 Proposed General Partner (續上頁cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner (只適用於建議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 proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)

英文姓氏 Surname in English

英文名字 Other Names in English

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

中文维名 Name in Chinese

a. 建議獲授權代表(年滿 18 歲的香港居民)
Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)

室/樓/座等	
Flat / Floor / Block etc.	
大廈 Building	
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
E District	
地區 Region	香港/HONG KONG
電郵地址 Email Address	
香港身分證號碼 Hong Kong Identity Card Numbe	r (
	是合彩基金起擔任其獲授權代表。 esentative of the limited partnership fund with effect from the registration of the
簽署 Signed :	

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

b	建議獲授權代表(公司/註冊非香港公司) Proposed Authorized Representative (Company/Registered Non-Hong Kong Company)			
	建議後授權代表是一 Proposed Authorized Representative is— <i>is在適用的空格內加上 ✓ 號 Please tick the relevant box</i> □ 公司 a company it 冊非香港公司 a registered non-Hong Kong company 全名 Full Name 中文 Chinese			
		英文 English		
8	地址 Address			
	室 /楼/座等 Flat/Floor/Block etc.			
	大廈 Building			
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.			
	■ District			
	地 區 Region	香港/HONG KONG		
	電郵地址 Email Address			
15	商業登記號碼 Business Registration Number			
19		見合夥基金起擔任其獲授權代表。 presentative of the limited partnership fund with effect from the registration of the fund.		
	全名 Name :			
	身分 Capacity :	簽署 Signed :		
				

20 8 建議投資經理 Proposed Investment Manager

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

(Please complete Part A or B. Use Continuation Sheet A if more than 1 proposed investment manager in Part A or B is involved.

A. 建議投資經理 (年滿 18 歲的香港居民)

	中文姓名 Name in Chinese 英文姓氏 Surname in English 英文名字 Other Names in English					
	香港身分體號碼 Hong Kong Identity Card Number (
В.	建議投資經理(公司/註冊非香港公司) Proposed Investment Manager (Company/ Registered Non-Hong Kong Company)					
	建議投資経理是— Proposed Investment Manager is—					
	請在適用的空格內加上 ✓ 號 Please tick the relevant box					
	公司 註冊非香港公司 a company a registered non-Hong Kong company					
	全名 Full Name					
	<u></u>					
	中文 Chinese					
	英文 English					
	商業登記號碼 Business Registration Number					
9	建議負責人 Proposed Responsible Person					
Α	A. 建議負責人是一 Proposed Responsible Person is— 請在適用的空格内加上 ✓ 號 Please tick the relevant box					
	■ 図可機構 お お は お は お は は お は は は は は は は は は は					
	(請填報 B 或 C 項 Please complete item B or C)					
В	B. 建議負責人(自然人) Proposed Responsible Person (Natural Person)					
	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					
	テスティ value in Common テステム value in English					
	3 J M J Gorial Carlot					
1	(a) 香港身分證號碼 Hong Kong Identity Card Number					

- 9 建議負責人 Proposed Responsible Person (續上頁 cont'd)
- C. 建議負責人(非自然人的實體)
 Proposed Responsible Person (Entity other than a natural person)

宝名 Full Name				
	中文 Chinese			
	英文 English			
商業登記號碼 Business Registration Numb	er			
呈交人資料 Presentor's	Information			
	/律師,代表建議普通合夥人呈交一 n behalf of the proposed general partner by the following Hong Kong law firm/solicito			
請在適用的空格內加上 ✓ 香港律師行 Hong Kong law firm	# Please tick the relevant box			
全名 Full Name				
	中文 Chinese			
地址 Address	英文 English			
AR HE Address				
室/樓/座等 Flat/Floor/Block etc.				
大廈 Building				
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.				
Œ District				
地區 Region	香港/HONG KONG			
電話 Telephone	傳真 Fax			
電郵 Email				
商業登記號碼 Business Regi (只供以獨資經營形式勢業的報 上「不蓮用」 Only applicable where the solicitor proprietorship. Otherwise, please state	r is practising in sole			
星交人檔號(如有的話) Presentor's Reference No. (if a				

11 聲明及陳斌 Declaration and Statement

本申讀書的簽署人,即本申讀的申讀人(下稱「有關申讀人」),現作出以下聲明、承諾及陳述一 The signatory of this application, being the applicant of this application ("the Applicant"), hereby makes the following declaration, undertaking and statements—

請在下列(f)及(g)項適用的空格內加上

/ 號 Please tick the relevant boxes in items (f) and (g) below

(a) 如有關非香港基金(或由他人代該基金)所訂的任何合約或所作的任何承諾規定,須就建議中的有限合夥基金註冊徵得同意或批准,有關非香港基金已徵得該項同意或批准,或已獲免遵守該項規定。

Any consent to or approval for the proposed registration as a limited partnership fund required by any contract entered into or undertaking given by or on behalf of the non-Hong Kong fund has been obtained or waived

(b) 如有關非香港基金(或由他人代該基金)所訂的任何合約或所作的任何承諾規定,須就有意在該基金的設立地進行的撤銷註冊,徵得同意或批准,有關非香港基金已徵得該項同意或批准,或已獲免遵守該項規定。

Any consent to or approval for the intended deregistration of the non-Hong Kong fund in its place of establishment required by any contract entered into or undertaking given by or on behalf of the fund has been obtained or waived.

(c) 有意在該非香港基金的設立地進行的撤銷註冊,不受該地的法律禁止,亦不受該基金的合 較人之間訂立的任何協議禁止。

The intended deregistration of the non-Hong Kong fund in its place of establishment is not prohibited under the law of that place or by any agreement entered into among the partners in the fund.

(d) 有關建議普通合夥人明白,如該非香港基金獲註冊為有限合夥基金,而該基金沒有在註冊 日期後的60日(或根據《有限合夥基金條例》(第637章)(下稱「該條例」)第82E(2)條延 長的限期)內,在其設立地撤銷註冊,公司註冊處處長(下稱「處長」)可從《基金登記冊》 剔除該基金的名額。

The proposed general partner understands that if the non-Hong Kong fund is registered as a limited partnership fund, the Registrar of Companies ("the Registrar") may strike the name of the fund off the LPF Register if the fund is not deregistered in its place of establishment within 60 days (or the period extended under section 82E(2) of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance")) after the registration date.

(e) 有關基金擬設立為有限合夥基金。
The fund is intended to be set up as a limited partnership fund.

The fund mosts the eligibility requirements in section 7 of the Ordinanes

The fund meets the engishity requirements in section 7 of the Orumance.
■ 除該條例第 7(1)(i)條外,有關基金符合該條例第 7 條的資格規定。有關基金所有的建
──議合夥人,均屬同一公司集團之中的法團。有關申請人明白,如有關基金獲註冊為有限
合夥基金,而在該基金獲發註冊證明書之日的第2個周年日後,該基金所有的合夥人均
屬同一公司集團之中的法團,則處長可從《基金登記冊》剔除該基金的名稱。
Except for section 7(1)(i), the fund meets the eligibility requirements in section 7 of the
Ordinance. All the proposed partners in the fund are corporations in the same group o

Except for section 7(1)(i), the fund meets the eligibility requirements in section 7 of the Ordinance. All the proposed partners in the fund are corporations in the same group of companies. The Applicant understands that if the fund is registered as a limited partnership fund, the Registrar may strike the name of the fund off the LPF Register if all the partners in the fund are corporations in the same group of companies after the second anniversary of the date on which its certificate of registration is issued.

有關基金符合該條例第7條的資格規定。

(f)

11 聲明及陳述 Declaration and Statement (藏上頁 cont'd)					
(g) 有關基金根據該條例第 29 條保 事處。	有關基金根據該條例第 29 條保存的 <u>所有</u> 紀錄會保存於本申請表第 3 項提述的建議註冊辦 事處。				
All the records that the fund will be kept in the proposed registered of					
有關基金根據該條例第 29 條係 港的地方—	R存的 <u>所有</u> 紀錄會保存於其建i	議註冊辦事處以外的下述香			
	<u>All</u> the records that the fund will be required to keep under section 29 of the Ordinance will be kept in the following place in Hong Kong other than its proposed registered office—				
室/樓/座等 Flat / Floor / Block etc.					
大廈 Building					
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.					
⊞ District					
地區 Region	香港/HONG KONG				
有關基金根據該條例第 29 條保	字的紀錄會 <u>分別</u> 保存於香港不	同地方,詳情載列於續頁 B。			
Records that the fund will be re <u>separately</u> kept in different places (請用續頁 B 述明有關詳情 Plea	in Hong Kong, details are provi	ided in Continuation Sheet B.			
(h) 有關申請人明白,在本申請中作品	出在要項上屬虛假 [,] 具誤導性或	具欺騙性的陳述 [,] 即屬犯罪。			
The Applicant understands that it false, misleading or deceptive in a		ent in this application that is			
本申請書包括下列續頁 This Application includes the following Continuation Sheet(s)					
續頁 Continuation Sheet(s)	A	В			
頁數 Number of pages					
簽署 Signed:					
姓名 Name:					
身分 Capacity: 日期 Date: (知遵用 if applicable) 建議普通合夥人 Proposed General Partner 日 DD / 月 MM / 年 YYYY 年 YYYY					

續頁 A Continuation Sheet A

2 建議投資經理詳情(第 8 項) Details of Proposed Investment Manager (Section 8)

全名 Full Name			
中文维名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English	
十文是名 Name in Chinese	火火足以 Surname in English	央文名子 Other Names in English	
香港身分證號碼 Hong Kong Identity Card Number		(
建議投資經理(公司/註冊非香 Proposed Investment Manager (C		Kong Company)	
建議投資經理是— Proposed 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 Ko	ng company	
全名 Full Name			
中文 Chinese			
	英文 English		

續頁 B Continuation Sheet B

❷ 11 聲明及陳述(第 11(g)項) Declaration and Statement (Section 11(g))

This Continuation Sheet is used only when the records that the fund will be required to keep under section 29 of the Ordinance will be <u>separately</u> kept in different places)

有關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點一

The records that the fund will be required to keep under section 29 of the Ordinance will be kept in the following place in Hong Kong—

A. 有關紀錄 Record(s) Involved				
請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)				
經審計的基金的財務報表 Audited Financial Stateme		合夥人紀錄冊 Register of Partners		
客戶文件、紀錄及檔案 Documents, Records and	Files of Customers	交易文件及紀錄 Documents and Records	of Transactions	
每名合夥人的控權人 Controller of Each Partner				
B. 保存紀錄地點 Place for Keeping Records				
請在適用的空格內加上 🗸 號	Please tick the relevant box			
有關紀錄會保存於本申請表第 3 項提述的建議註冊辦事處。 The record(s) involved will be kept in the proposed registered office referred to in section 3 of this application.				
有關紀錄會保存於下述香港的地點— The record(s) involved will be kept in the following place in Hong Kong—				
室/樓/座等 Flat/Floor/Block etc.				
大廈 Building				
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		<u> </u>		
EE District				
地區 Region	香港/HONG KON	I G		

《有限合夥基金條例》(第 637 章) 第 82B條規定交付的

將非香港基金許冊為有限合夥基金的申請書

填表須知 — 表格 LPF10

附註

引言

- 本表格是用以向公司註冊處處長(「處長」)申請將在香港以外地方以有限責任合夥形 式設立的基金根據(有限合夥基金條例)(第637章)(「該條例」)註冊為有限合夥基 金。
- 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。以手寫方式填寫的表格或不會被公司註冊處接納。
- 3. 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 曾按該條例規定交付處長。

費用

4. 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《非香港基金註冊為有限合夥基金》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」。請勿郵客現金。

答署

- 5. 本表格必須由第1項提述的擬註冊為有限合夥基金的非香港基金的普通合夥人簽署, 而該合夥人亦即第7項指名為有限合夥基金的建議普通合夥人。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。
 - (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, 本表格必須由該有限責任合夥的普通合夥人簽署,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,本表格必須由該另一基金的普通合夥人或 (如適用)該另一基金的獲授權代表簽署,並填上簽署人的全名及身分。
 - (f) 如該普通合夥人是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普通合夥人簽署,並填上簽署人的全名及身分。
 - (g) 如該普通合夥人是不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 責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。

非香港基金在申請日期的資料(第1項)

- 6. 請填報擬註冊為有限合夥基金的非香港基金在申請日期的名稱。
- 就非香港基金而言,「設立地」是指該基金於申請日期在香港以外任何司法管轄區設立的該管轄區。
- 8. (a) 請填報非香港基金現時持有的有效商業登記證上號碼的首 8 位數字,「-」後的數字無須填寫。
 - (b) 如在緊接非香港基金獲註冊為有限合夥基金前,有關原合夥並無持有有效商業登記證,請在此欄填上「無」。

有限合夥基金的建議名稱 (第2項)

9. 建議名稱須為一個英文名稱、一個中文名稱,或一個包含英文名稱及中文名稱的名稱。 基金的英文名稱的最後三個字須為"Limited Partnership Fund"或最後一個字須為"LPF"。 而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的名稱的規定及 限制,請參閱該條例第8及第9條。

有限合夥基金的建議註冊辦事處地址 (第3項)

10. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址及 郵政信箱號碼。建議地址自基金獲註冊起,須視作基金的註冊辦事處地址,直至有根 據該條例第25條,就該地址的更改通知(表格LPF4A)送交處長存檔為止。

有限合夥基金的聯絡資料(第6項)

11. 請提供基金的電郵地址及香港聯絡電話號碼以方便聯絡。如電郵地址或聯絡電話號碼 其後有任何更改,請以表格LPF4A通知公司註冊處。

建議普通合夥人 (第7項)

- 12. 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人,普通合夥人必 須是一
 - (a) 年滿 18 歲的自然人;
 - (b) 根據《公司條例》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》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。
- 13. 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。
- 14. 請填報屬非自然人的普通合夥人的地址。
 - (a) 如建議普通合夥人是根據《公司條例》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) 如建議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) 如建議普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其主要營業地點地址。
 - (d) 如建議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) 如建議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) 如建議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 批點批計。
- 15. 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。
- 16. 如建議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」。
- 17. (a) 如有限合夥基金的建議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一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議獲授權代表自基金獲註冊起,須視為該基金的獲授權代表,直至有根據該條例第23(6)條,就該獲授權代表的更改通知(表格 LPF4C)送交處長存檔為止。
- 18. 請填報建議獲授權代表的地址。
 - (a) 如建議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) 如建議獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如建議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。
- 19. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
 - (a) 如建議獲授權代表是公司,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) 如建議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。

建議投資經理 (第8項)

- **20.** (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一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議投資經理自該基金獲註冊起,須視為獲委任為該基金的投資經理,直至有根據該條例第25條,就該投資經理的更改通知(表格 LPF4C)送交處長存檔為止。
 - (c) 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。

建議負責人 (第9項)

- 21. (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。該名負責人必須是一
 - (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 6 新 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》附表 1 第 2 部第 1 條所給予的涵義。

- (b) 建議負責人自該基金獲註冊起,須視為獲委任為該基金的負責人,直至有根據該條例第25條,就該負責人的更改通知(表格 LPF4C)送交處長存檔為止。
- (c) 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。
- 22. 請填報屬自然人的負責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。

呈交人資料 (第10項)

23. 將非香港基金註冊為有限合夥基金的申請須由香港律師行或律師,代表建議普通合夥 人呈交。香港律師行(Hong Kong firm)及律師(solicitor)具有《法律執業者條例》(第 159 章)第 2(1)條所給予的涵義。

根據該條例第 29 條須保存的紀錄 (第 11(g)項)

- 24. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其 他地方,保存以下紀錄—
 - (i) 基金的財務報表,而該報表是由根據該條例第 21 條委任的核數師審計的;
 - (ii) 合夥人紀錄冊;
 - (iii) 就基金的客户(包括基金的有限責任合夥人)而言—《打擊洗錢及恐怖分子資金籌集條例》附表 2 第 20(1)(b)條描述的文件、紀錄及檔案;
 - (iv) 基金進行的每項交易的文件及紀錄;及
 - (v) 基金的每名合夥人的控權人。
 - (b) 關於保存紀錄的規定,請參閱該條例第 28 及 29 條。
 - (c) 如紀錄的保存地點有任何更改,基金的普通合夥人須根據該條例第 31 條將有關 更改的通知(表格 LPF4A)送交處長存檔。

APPLICATION FOR REGISTRATION OF A NON-HONG KONG FUND AS A

For the purposes of section 82B of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF10

Introduction

- This form should be used for applying to the Registrar of Companies (the Registrar) for registration
 of a fund that is set up outside Hong Kong in the form of a limited partnership so as to become a
 limited partnership fund under the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance).
- 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. 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 Ordinance

Fee

4. 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 'Registration of a Non-Hong Kong Fund as a Limited Partnership Fund' 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

- 5. This form must be signed by the general partner in the non-Hong Kong fund referred to in section 1 of this form, who is named in section 7 as the proposed general partner of the limited partnership 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 the person.
 - (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) 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), 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, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
 - (f) If the general partner is 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.
 - (g) If the general partner is a non-Hong Kong limited partnership without 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.

Particulars of the Non-Hong Kong Fund as at the Application Date (Section 1)

- **6.** Please provide the name(s) of the non-Hong Kong fund intended for registration as a limited partnership fund as at the application date.
- In relation to a non-Hong Kong fund, "place of establishment" means a jurisdiction outside Hong Kong in which the fund is established as at the application date.
- (a) Please provide the first 8 digits of the number of the valid business registration certificate the non-Hong Kong fund is holding. The numbers after [-] are not required.
 - (b) If, immediately before a non-Hong Kong fund is registered as a limited partnership fund, the original partnership does not hold a valid business registration certificate, please state "Nil" in the box provided.

Proposed Name of the Limited Partnership Fund (Section 2)

9. The proposed name must be an English name, a Chinese name, or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合夥基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

Proposed Address of the Registered Office of the Limited Partnership Fund (Section 3)

10. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

Contact Information of the Limited Partnership Fund (Section 6)

11. Please provide the email address and contact telephone number in Hong Kong of the fund to facilitate communication. If there are any subsequent changes in the email address or the contact telephone number, please notify the Companies Registry by completing Form LPF4A.

Proposed General Partner (Section 7)

- 12. Provide provide the particulars of the proposed general partner. 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 or a former Companies Ordinance;
 - (c) a registered non-Hong Kong company;
 - (d) a limited partnership registered under the Limited Partnerships Ordinance;
 - (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.
- 13. 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.
- 14. Please provide the address of the proposed general partner (other than natural person).
 - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office.
 - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

- (c) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
- (d) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
- (e) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
- (f) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
- 15. 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.
- 16. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nii' in the box provided.
- 17. (a) 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—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
- 18. Please provide the address of the proposed authorized representative of the limited partnership fund.
 - (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
 - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
- 19. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
 - (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.

Proposed Investment Manager (Section 8)

- 20. (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) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Proposed Responsible Person (Section 9)

- 21. (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.

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
- 22. Please provide the Hong Kong Identity Card number of the responsible person 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.

Presentor's Information (Section 10)

23. The application for registration of a non-Hong Kong fund as a limited partnership fund must be submitted on behalf of the proposed general partner by a Hong Kong firm or a solicitor. Hong Kong firm (香港律師行) and solicitor (律師) have the meanings given by section 2(1) of the Legal Practitioners Ordinance (Cap. 159).

Records that are required to be kept under section 29 of the Ordinance (Section 11(g))

- 24. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
 - (ii) a register of partners;
 - (iii) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance;
 - (iv) documents and records of each transaction carried out by the fund; and
 - (v) the controller of each of the partners in the fund.
 - (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
 - (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance.