



公 司 註 冊 處
COMPANIES REGISTRY

香港金鐘道六十六號
金鐘道政府合署十五樓

QUEENSWAY GOVERNMENT OFFICES
15TH FLOOR, 66 QUEENSWAY
HONG KONG

檔號 REF.: CR HQ/1-50/15 Pt. 5

傳真 FAX: (852) 2869 6817

電郵 E-MAIL: crenq@cr.gov.hk

網址 WEBSITE: www.cr.gov.hk

19 August 2022

Companies Registry External Circular No. 3 / 2022

Commencement of New Inspection Regime – Phase 2

This circular announces the commencement of **Phase 2** of the New Inspection Regime of the Companies Register (“the Register”) under the Companies Ordinance (Cap. 622) with effect from **24 October 2022** (“the Commencement Date”).

Background

2. As set out in the Companies Registry External Circular No. 1/2021 issued on 16 August 2021, the New Inspection Regime of the Register would be implemented in three phases. Phase 1 came into operation on 23 August 2021 and Phase 2 will be implemented with effect from 24 October 2022.

Phase 2 of New Inspection Regime

3. Starting from the Commencement Date, the usual residential addresses (“URAs”) and full identification numbers (“IDNs”) of directors on the Index of Directors on the Register will be replaced with correspondence addresses and partial IDNs of directors for public inspection.

4. The URAs of directors and full IDNs of directors, company secretaries and some other individuals (such as liquidators and provisional liquidators) (“Protected Information”) contained in documents delivered to the Registry for registration on or after the Commencement Date will **NOT** be provided for public inspection.

5. “Specified persons” could apply to the Registrar of Companies (“the Registrar”) for disclosure of Protected Information of directors and other individuals pursuant to section 12 of the Companies (Residential Addresses and Identification Numbers) Regulation (Cap. 622N).

Revision of Specified Forms

6. A total of 26 specified forms which pertain to the reporting of Protected Information have been revised **for use starting from the Commencement Date**. For details on the revision of specified forms, please refer to the Companies Registry External Circular No. 1/2022 issued on 24 June 2022.

Implementation of Phase 2 of New Inspection Regime

7. To prepare companies and their officers for the implementation of Phase 2 of the New Inspection Regime, an “**Important Note for Companies**” is provided at the **Annex** for easy reference.

8. Two other External Circulars have also been issued on 19 August 2022 which set out “Major Changes in Filing Requirements” and “Major Changes in Public Search Service” to facilitate reference by companies in relation to filing obligations and by searchers and “specified persons” in relation to obtaining company information and Protected Information respectively.

9. The thematic section on “New Inspection Regime” on the Registry’s website at www.cr.gov.hk/en/legislation/nir/overview.htm has been updated to provide more information on the arrangements for the implementation of Phase 2 of the New Inspection Regime, including External Circulars, frequently asked questions, information pamphlets etc. in relation to the New Inspection Regime.



Enquiries

10. Enquiries concerning this circular can be directed to Ms Cindy LEUNG, Assistant Registry Manager (Customer Services and Management) at (852) 2867 4570 or crenq@cr.gov.hk.

Miss Helen TANG
Registrar of Companies

Phase 2 of the New Inspection Regime Important Note for Companies

To enter correspondence address of natural person director(s) into the register of directors kept by local company

- The **register of directors of a local company must contain the correspondence addresses** of all natural person directors (including reserve directors) **before its first annual return date on or after the commencement of Phase 2** on 24 October 2022.

To deliver a Form ND2B for registration within 15 days after the commencement of Phase 2 if immediately before 24 October 2022, a natural person director's correspondence address was contained in the register of directors and such address was not the address of the company's registered office

- Pursuant to section 115A(8) of Schedule 11 to the Companies Ordinance (Cap. 622), if, **immediately before 24 October 2022**, a natural person director's **correspondence address** was contained in the company's register of directors; and the address was **not the address of the registered office** of the company, it must, for compliance with section 645(4) of the Companies Ordinance, deliver a **Form ND2B** to the Registrar of Companies ("the Registrar") in relation to the director's correspondence address **within 15 days after the commencement of Phase 2** (i.e. 24 October 2022).

To deliver a Form ND2B / Form NN7 for registration if an address other than the address of registered office of a local company / the address of the principal place of business in Hong Kong of a registered non-Hong Kong company is to be used as the correspondence address of a natural person director

- If a natural person **director** (including reserve director) **of a local company** would like to **use an address other than the address of the company's registered office as his / her correspondence address**, the company is required to enter the address into its register of directors as the director's correspondence address and deliver a **Form ND2B** to the Registrar to report such correspondence address.
- If a natural person **director of a registered non-Hong Kong company** would like to **use an address other than the address of its principal place of business in Hong Kong as his / her correspondence address**, the company is required to deliver a **Form NN7** to the Registrar to report such correspondence address.