



公司註冊處
Companies Registry

押記詳情的陳述
(適用於經遷冊公司 -
遷冊日之前的押記)

Statement of Particulars of Charge
(For Re-domiciled Company -
Charges before Re-domiciliation Date)

表格
Form

NM10

商業登記號碼
Business Registration Number

註 Note

1 公司名稱 Company Name

2 設立該項押記或證明該項押記的設立的文書 Instrument Creating or Evidencing the Charge
文書描述 Description of Instrument

(文書的經核證副本須連同本表格交付 A certified copy of the instrument must be delivered with this form)

設立日期 Date of Creation

<input type="text"/>	<input type="text"/>	<input type="text"/>
日 DD	月 MM	年 YYYY

3 承按人或承押記人資料 Particulars of Mortgagee or Chargee

(如超過一名承按人或承押記人，請用續頁填報 Use Continuation Sheet if there is more than 1 Mortgagee or Chargee)

姓名／名稱 Name

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.

國家／地區
Country/Region

提交人資料 Presentor's Reference

姓名／名稱 Name:

代號 Code:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

19 4 獲取財產的日期 Date of Acquisition of Property

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日 DD

月 MM

年 YYYY

20 5 有關債權證應支付的佣金、津貼或折扣
Commission, Allowance or Discount Payable in Relation to the Debenture

A. 款額 Amount

或 OR

B. 百分率 Percentage

本陳述所包括的續頁數目
Number of Continuation Sheet(s) included in this Statement

11 簽署 Signed :

姓名 Name : _____ 日期 Date : _____
董事／公司秘書／授權代表*
Director／Company Secretary／
Authorized Representative *

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

承按人或承押記人資料 (第 3 項)

Particulars of Mortgagee or Chargee (Section 3)

17

姓名／名稱 Name

18

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.

國家／地區
Country/Region

17

姓名／名稱 Name

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地址 Address

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Country/Region

《公司條例》(第 622 章)
第 338A(4) 及 342(2)條規定交付的
押記詳情的陳述
(適用於經遷冊公司 - 遷冊日之前的押記)

填表須知 — 表格 NM10

附註

引言

1. 如 —

- (a) 任何在香港以外地方成立為法團的公司，在成為經遷冊公司前，設立了某項押記；
- (b) 該項押記在遷冊日是存在的；及
- (c) 該項押記所屬的種類，是假使它是在該日或在該日之後，才由該經遷冊公司設立，該經遷冊公司便須按第335條的規定，將關於該項押記的詳情的陳述交付登記的種類，有關經遷冊公司須在遷冊日之後的1個月內，將關於有關押記的詳情的陳述以本表格交付公司註冊處處長(「處長」)登記。

2. 如 —

- (a) 任何在香港以外地方成立為法團的公司，取得任何位於香港或任何其他地方的、受某項押記規限的財產，並於其後成為經遷冊公司；
- (b) 該項押記在遷冊日是存在的；及
- (c) 該項押記所屬的種類，是假使該經遷冊公司是在該日或在該日之後，才取得該財產，便須按第338條的規定，將關於該項押記的詳情的陳述交付登記的種類，有關經遷冊公司亦須在遷冊日之後的1個月內，將關於有關押記的詳情的陳述以本表格交付處長登記。

3. 如有任何關乎有關押記的指明文書，則有關經遷冊公司須將有關的押記詳情的陳述，連同該文書的經核證副本，或(如有多於一份關乎該項押記的指明文書)該等文書當中任何一份的經核證副本，一併交付。有關「指明文書」的定義，請參閱《公司條例》第338B條。

4. 若經遷冊公司在緊接遷冊前是一間根據《公司條例》第 16 部登記的註冊非香港公司，而有關押記已根據第 336、339 或 340 條登記，則不須根據第 338A(4)條再次登記該項押記。

5. 若 —

- (a) 一間根據《公司條例》第 16 部登記的註冊非香港公司因第 820C 條下的註冊而成為經遷冊公司，該經遷冊公司不再是註冊非香港公司；及
 - (b) 該公司在緊接遷冊前，原須就某項押記遵從第 336(1)、339(3)或 340(2) 條所訂的規定，但尚未如此遵守規定，
- 則儘管有遷冊一事，該公司仍須就有關押記遵從規定，猶如遷冊並無發生，而該公司仍是註冊非香港公司一樣。在此情況下，該公司須以**表格 NM1(而非本表格)**，連同設立該項押記或證明有該項押記的文書的經核證副本，一併交付處長登記。

6. 請劃一以中文或英文申報各項所需資料，所選的語文必須與用以描述本表格第 2 項所述的設立或證明該項按揭或押記的設立的文書的語文相同。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。

7. 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。

8. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格不會視作曾為遵從《公司條例》中有關條文的規定而交付處長。

交付表格的期限

9. 本表格須在指明的登記期交付處長登記。登記期是經遷冊公司在遷冊日之後的一個月內。
除非獲法庭頒令批准延期，否則處長不接受逾期交付的表格。

費用

10. 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《主要服務收費表》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

簽署

11. 本表格必須由經遷冊公司的董事或公司秘書，或為此目的獲授權的人簽署。
公司註冊處不接納未簽妥的表格。

商業登記號碼

12. 請填報由公司註冊處所發出的「遷冊證明書」上載列的編號。

設立該項押記或證明該項押記的設立的文書 (第 2 項)

13. 請申報設立該項押記或證明該項押記的設立的文書的類別或性質，例如「按揭」、「債權證」、「浮動押記」、「信托契據」等。
14. 在本項所述設立該項押記或證明該項押記的設立的文書的經核證副本，必須連同本表格一併交付登記。一份關乎某項押記的文書的副本，如經以下的人核證為真實副本，即屬經核證副本—
- (a) 以下的人—
 - (i) 交付該副本登記的經遷冊公司的董事或公司秘書；或
 - (ii) 該經遷冊公司為此目的授權的人；或
 - (b) 以下的人—
 - (i) 擁有該項押記的權益的任何其他人；或
 - (ii) 如—
 - (A) 擁有權益的人是自然人，該擁有權益的人為此目的授權的人；或
 - (B) 擁有權益的人是法人團體，該擁有權益的人為此目的授權的人，或該擁有權益的人的董事或公司秘書。
15. 請注意，登記時只須交付設立押記或證明押記的設立的文書的經核證副本。如誤把押記文書的正本而非經核證副本交付處長登記，處長不會就該押記文書正本在文件影像掃描過程中可能造成的任何損壞負責，亦不會就該押記文書正本可否安全交還提交人負責。
16. 如押記文書所用的語文並非中文或英文，提交人須一併交付一份和本表格所用的語文相同的文書的經核證譯本。

承按人或承押記人資料 (第 3 項)

17. 如有多於一名承按人或承押記人，請使用續頁填報。
18. 請申報承按人或承押記人的詳細地址，本處不接納「轉交」地址及郵政信箱號碼。如承按人或承押記人屬法人團體，請註明其註冊辦事處或主要營業地點的地址。

獲取財產的日期 (第 4 項)

19. 如經遷冊公司在遷冊前取得任何受押記規限的財產(有關押記在公司獲取該財產時已存在),請在有關的空格內申報取得有關財產的程序完成的日期。取得有關財產的文件的副本,須與本表格一併交付,以作核對。

有關債權證應支付的佣金、津貼或折扣 (第 5 項)

20. 如經遷冊公司直接或間接支付或提供任何佣金、津貼或折扣予任何人,作為該人作出以下事情的代價—
- (a) 無條件或有條件地認購該經遷冊公司的任何債權證,或同意如此認購該等債權證;
或
 - (b) 促致或同意促致無條件或有條件地認購該經遷冊公司的任何債權證;

經遷冊公司須將有關佣金、津貼或折扣的詳情的陳述,以本表格交付處長登記。

STATEMENT OF PARTICULARS OF CHARGE
(For Re-domiciled Company - Charges before Re-domiciliation Date)

For the purposes of sections 338A(4) and 342(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NM10

Introduction

1. A re-domiciled company must deliver a statement of the particulars of a charge in this form to the Registrar of Companies (the Registrar) for registration within one month after the re-domiciliation date where:
 - (a) the company, being a company incorporated outside Hong Kong, has created a charge before it becomes a re-domiciled company;
 - (b) the charge subsists on the re-domiciliation date; and
 - (c) the charge is of a kind that a statement of its particulars would have been required by section 335 to be delivered for registration had the charge been created by the re-domiciled company on or after that date.
2. A re-domiciled company must also deliver a statement of the particulars of a charge in this form to the Registrar for registration within one month after the re-domiciliation date where:
 - (a) after the company incorporated outside Hong Kong has acquired property in Hong Kong or in any other place subject to a charge, it becomes a re-domiciled company;
 - (b) the charge subsists on the re-domiciliation date; and
 - (c) the charge is of a kind that a statement of its particulars would have been required by section 338 to be delivered for registration had the property been acquired by the re-domiciled company on or after that date.
3. If there is a specified instrument in relation to the charge, the re-domiciled company must deliver the statement of the particulars of a charge together with a certified copy of the specified instrument or, if there is more than one specified instrument in relation to the charge, a certified copy of any of those specified instruments. Please refer to section 338B of the Companies Ordinance as to the definition of "specified instrument".
4. Where a re-domiciled company was a registered non-Hong Kong company under Part 16 of the Companies Ordinance immediately before the re-domiciliation and the charge has already been registered under sections 336, 339 or 340, registration of the charge under section 338A(4) is **NOT** required.
5. Where
 - (a) a registered non-Hong Kong company under Part 16 of the Companies Ordinance becomes a re-domiciled company because of registration under section 820C, it ceases to be a registered non-Hong Kong company; and
 - (b) immediately before the re-domiciliation, the company is required, but has yet, to comply with the requirements under section 336(1), section 339(3) and section 340(2) in relation to a charge,despite the re-domiciliation, the company is required to comply with the requirements in relation to the charge as if the re-domiciliation had not taken place and the company were still a registered non-Hong Kong company. Under such circumstances, the company has to deliver a **Form NM1**, (**NOT** this form) to the Registrar for registration, together with a certified copy of the instrument creating or evidencing the charge.
6. Please fill in all particulars and complete all items consistently in either Chinese or English **AND** in the same language used in Section 2 of this form to describe the instrument creating or evidencing the mortgage or charge. 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.
7. 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.

8. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Deadline for Delivery of this Form

9. This form should be delivered to the Registrar for registration within the registration period, i.e. within 1 month after the re-domiciliation date of the re-domiciled company.

Late delivery will not be accepted by the Registrar unless an order for extension of time is granted by the court.

Fee

10. 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 'Price Guide to Main Services' for the correct fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

Signature

11. This form should be signed by a director or company secretary of the re-domiciled company, or by a person authorized by the re-domiciled company for the purpose.

A form which is not properly signed will be rejected by the Companies Registry.

Business Registration Number

12. Please provide the "No." as stated on the "Certificate of Re-domiciliation" issued by the Companies Registry.

Instrument Creating or Evidencing the Charge (Section 2)

13. Please state the type or nature of the instrument creating or evidencing the charge, such as 'Mortgage', 'Debenture', 'Floating Charge', 'Trust Deed', etc.
14. A certified copy of the instrument creating or evidencing the charge described in this Section must be delivered together with this form for registration. A copy of an instrument in relation to a charge is a certified copy if it is certified as a true copy —
- (a) by —
 - (i) a director or company secretary of the re-domiciled company delivering the copy for registration; or
 - (ii) a person authorized by that re-domiciled company for the purpose; or
 - (b) by —
 - (i) any other person interested in the charge; or
 - (ii) in the case of —
 - (A) an interested person who is a natural person, a person authorized by the interested person for the purpose; or
 - (B) an interested person that is a body corporate, a person authorized by the interested person for the purpose, or a director or company secretary of the interested person.
15. Please note that only a certified copy of the instrument creating or evidencing the charge is required to be delivered for registration. If the original charge instrument is mistakenly delivered to the Registrar instead of the certified copy, the Registrar will not be responsible for any damage to the original instrument that may result from the document image scanning process or for the safe return of the original charge instrument to the presenter.
16. If the language of the instrument is not in Chinese or English, the presenter is required to deliver, together with the instrument, a certified translation thereof in the language used in completing this form.

Particulars of Mortgagee or Chargee (Section 3)

17. Please use continuation sheet if there is more than one mortgagee or chargee.
18. Please provide the mortgagee's or chargee's full address. 'Care of' addresses and post office box numbers are not acceptable. If the mortgagee or chargee is a body corporate, please provide the address of its registered or principal office.

Date of Acquisition of Property (Section 4)

19. If the re-domiciled company has, before re-domiciliation, acquired a property that is subject to a charge when the property was acquired, please fill in the date on which the property was acquired in the box provided. A copy of the document effecting or evidencing the acquisition should also be delivered together with this form for verification.

Commission, Allowance or Discount Payable in Relation to the Debenture (Section 5)

20. If any commission, allowance or discount has been paid or made, directly or indirectly, by the re-domiciled company to any person in consideration of the person —
 - (a) subscribing or agreeing to subscribe, absolutely or conditionally, for any debenture of the re-domiciled company; or
 - (b) procuring or agreeing to procure absolute or conditional subscriptions for any debenture of the re-domiciled company;

the re-domiciled company must deliver a statement of the particulars of the commission, allowance or discount in this form to the Registrar for registration.