

免任核數師通知書 Notice of Removal of Auditor

表格 NA1

					公司編號 Con	npany Numbe
ote						
	公司名稱 Comp	anv Name				
•	Z 17 11 11 2 2 11 11					
2)資料 Particulars o	f Auditor bein	g Removed		
	姓名/名稱 Name	9				
	DE 11 A 11					
	地址 Address					
3	/0 II					
	Date of Resolution the above Auditor			∄ DD	月 MM	年 YYYY
	the above Additi	,1			A MIM	# 11111
4	免任日期					
•	Date of Removal	I				
				∄ DD	月MM	年 YYYY
簽	署 Signed:					
샖	名 Name :			日間 Date ·		
XI		ector/公司秘書 Com	pany Secretary	_ 日期 Date : _ *	目DD / 月Mf	M / 年YYY
*	一。 新聞去不適用者 Delete whic		. , ,		- "	•
AI3	MIA / AS/II A Boiote IIII.o	novor accomot apply				
-						
	交人資料 Presentor 名 Name:	's Reference	請勿堪	《寫本欄 For C	official Use	
	址 Address:					
_	話 Tel:	傅真 Fax:				
	野 Email:	rd ≠ 1 av.				
_	號 Reference:					

《公司條例》(香港法例第 622 章) 第 419(4) 條規定交付的

免任核數師通知書

塡表須知 — 表格 NA1

附註

引言

- 1. 儘管公司與其核數師之間有任何協議,或公司的章程細則有任何規定,公司仍可藉在成員大會上通過普通決議,免除該核數師的職位。如免任的普通決議獲通過,公司須在自通過該決議的日期起計的15日內,以本表格將述明該事實的通知,交付公司註冊處處長(「處長」)登記。
- 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 核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,則該表格不會視作曾爲遵從《公司條例》中有關條交的規定而交付處長。

答署

5. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

NOTICE OF REMOVAL OF AUDITOR

For the purposes of section 419(4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NA1

Introduction

- A company may by an ordinary resolution passed at a general meeting remove a person from the office of auditor despite any agreement between the company and the person or anything in the company's articles of association. If an ordinary resolution for the removal is passed, the company must deliver a notice in this form of that fact to the Registrar of Companies (the Registrar) for registration within 15 days beginning on the date on which it is passed.
- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.



核數師辭職通知書 Notification of Resignation of Auditor

表格 NA2

						公司編號 Con	npany Number
註 Note		_					
	1	公	司名稱 Company Name				
	2	職司 Th in ac	述公司已收到核數師根 位。該通知並附有根據 的陳述。 is company has received accordance with sect companied by a staten mpany under section 42	《公司條例》第 I from the auditor a ion 417(1) of the nent required to	424 條有關辭 notice of resig Companies be given by t	壬核數師規定 nation in writin Ordinance.	須給予上述公 ng that is given The notice is
		A.	公司收到核數師辭職通				
			Date of Receipt of Notice	of Resignation	H DD	月 MM	年 YYYY
		В.	辭任核數師的資料 Partio	culars of Resigning A	-	, ,	•
			姓名/名稱 Name				
			地址 Address				
			辭任的生效日期			1	
			Effective Date of Resignat	ion			
					H DD	月MM	年 YYYY
3	簽署	S	igned :				
	姓名	ξN	ame :		日期 Date	:	
			董事 Director/公司	秘書 Company Secre	tary *	日 DD / 月	MM / 年YYYY
			不適用者 Delete whichever does not				
3			資料 Presentor's Reference ame:	e	博勿塡寫本欄 Fo≀	Official Use	
			ddress:				
	電	括 T	el: 傅真 Fa	ax:			
		•	mail:				
	檔	it R	eference:				

《公司條例》(香港法例第 622 章) 第 417(3) 條規定交付的

核數師辭職通知書

塡表須知 — 表格 NA2

附註

引言

- 1. 任何人可藉向公司發出書面通知,辭去核數師職位,該通知須隨附《公司條例》 第424條規定須給予的陳述。公司須在自收到辭職通知的日期起計的15日內, 以本表格將述明該事實的通知,交付公司許冊處處長(「處長」)登記。
- 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 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

5. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

NOTIFICATION OF RESIGNATION OF AUDITOR

For the purposes of section 417(3) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NA2

Introduction

- A person may resign from the office of auditor of a company by giving the company a notice in
 writing that is accompanied by a statement of circumstances required under section 424 of the
 Companies Ordinance. Within 15 days beginning on the date on which a company receives a
 notice of resignation, the company must deliver a notification in this form of that fact to the
 Registrar of Companies (the Registrar) for registration.
- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.



Companies Registry

公司章程細則修改通知書(公司的宗旨及原有公司對某些章程細則的修改除外)

Notice of Alteration of Company's Articles (Other than Alteration of Company's Objects

and Certain Articles by Existing Company)

表格 NAA1

				公司編號 Com	npany Number
E Note					
LITOLE	1	公司名稱 Company Name			
	٠	A 刊 石 冊 Company Name			
0	2	章程細則的修改 Alteration of Articles			
	Α.	修改通知 Notice of Alteration			
		上述公司已藉以下方式修改其章程細則一			
		This company has altered its articles by —			
		請在適用的空格內加上 🗸 號 Please tick the relevant box			
		──特別決議或普通決議			
		Special resolution or ordinary resolution	&&_ &## ### ### \</th><th></th><th></th></tr><tr><th></th><th></th><th>(隨本表格一併交付經修改的章程細則 (A certified copy of the company's articles</th><th></th><th>with this form)</th><th></th></tr><tr><th></th><th></th><th>(ricorumou copy or mic company o arabico</th><th>40 4110104 10 401110104</th><th>,</th><th></th></tr><tr><th></th><th></th><th>原訟法庭命令</th><th></th><th></th><th></th></tr><tr><th></th><th></th><th>An order of the Court</th><th></th><th></th><th></th></tr><tr><th></th><th></th><th>(隨本表格一倂交付有關的原訟法庭命</th><th></th><th></th><th></th></tr><tr><th></th><th></th><th>(An office copy of the order and a copy o this form)</th><th>t the articles as altered</th><th>by the order are</th><th>aeliverea with</th></tr><tr><th></th><th></th><th>,</th><th></th><th></th><th></th></tr><tr><th></th><th>В.</th><th>修改的生效日期</th><th></th><th></th><th></th></tr><tr><th></th><th></th><th>Date on which the Alteration Takes Effect</th><th></th><th></th><th></th></tr><tr><th></th><th></th><th></th><th>∃ DD</th><th>月MM</th><th>年 YYYY</th></tr><tr><th></th><th></th><th></th><th></th><th></th><th></th></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>6</td><td>答:</td><td>署 Signed :</td><td></td><td></td><td></td></tr><tr><th></th><th></th><th>名 Name :</th><th>日期 Date:</th><th></th><th></th></tr><tr><td></td><td>XI.</td><td>董事 Director/公司秘書 Company</td><td></td><td>日DD / 月MM</td><td>// 年YYYY</td></tr><tr><td></td><td>*#</td><td>翻去不適用者 Delete whichever does not apply</td><td></td><td></td><td></td></tr><tr><td>4</td><td>提:</td><td>交人資料 Presentor's Reference</td><td>請勿塡寫本欄 Foi</td><td>Official Use</td><td></td></tr><tr><td></td><td></td><td>名 Name:</td><td>M13 3/3 -34 3/4 - 184</td><td></td><td></td></tr><tr><td></td><td>地</td><td>址 Address:</td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td>話 Tel: 傳真 Fax:</td><td></td><td></td><td></td></tr><tr><td></td><td></td><td>郵 Email: 號 Reference:</td><td></td><td></td><td></td></tr><tr><td></td><td>1日:</td><td>TIL INGIGIENCE.</td><td>1</td><td></td><td></td></tr></tbody></table>		

《公司條例》(香港法例第 622 章) 第 88 及 96 條規定交付的

公司章程細則修改通知書 (公司的宗旨及原有公司對某些章程細則的修改除外)

填表須知 — 表格 NAA1

附註

引言

- 公司在符合《公司條例》第88條的規定下,可修改其章程細則。在修改的生效 日期後的15日內,公司須將關於該項修改的通知,以本表格交付公司註冊處處 長(「處長」)登記。
- 如公司的章程細則的任何條文或公司的章程細則的任何條文的效力,被原訟法庭 命令修改,該公司亦須在該項修改生效的日期後的15日內,將關於該項修改的通 知,以本表格交付處長登記。
- 如以中交申報本表格內的資料,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。
- 4. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
- 5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話,則該表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

6. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

章程細則的修改 (第2項)

- (a) 公司在交付本表格時,須連同該公司經修改的章程細則的文本一併交付,該 文本須由該公司的一名高級人員核證爲正確。
 - (b) 如公司的章程細則被原訟法庭命令修改,公司在交付本表格時,須隨附有關命令的正式文本,及經該命令修改的章程細則的文本。如有關公司已根據《公司條例》的另一條文將有關命令的正式文本交付處長,則無須再次交付有關命令。

NOTICE OF ALTERATION OF COMPANY'S ARTICLES

(Other than alteration of company's objects and certain articles by existing company)

For the purposes of sections 88 and 96 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA1

Introduction

- Subject to section 88 of the Companies Ordinance, a company may alter its articles of association.
 The company must deliver to the Registrar of Companies (the Registrar) for registration a notice of
 the alteration in this form within 15 days after the date on which the alteration takes effect.
- If any provision of a company's articles, or the effect of any provision of a company's articles, is altered by an order of the Court, the company must, within 15 days after the date on which the alteration takes effect. deliver to the Registrar for registration a notice of the alteration in this form.
- 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.
- 5. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Alteration of Articles (Section 2)

- (a) This form should be delivered with a copy of the company's articles as altered which is certified by an officer of the company as correct.
 - (b) If the company's articles are altered by an order of the Court, this form must be accompanied by an office copy of the order and a copy of the articles as altered by the order. If the company has already delivered an office copy of the order to the Registrar under another provision of the Companies Ordinance, the company does not need to deliver an office copy of the order again.



公司宗旨修改通知書 Notice of Alteration of Company's Objects

 $_{\text{Form}}^{\text{RR}}$ NAA2

					公司編號 Con	npany Number
Ė Note						
	1	公司名稱 Company Name				
8	2	宗旨的修改 Alteration of Objects				
	A.	修改通知 Notice of Alteration				
		上述公司已通過特別決議修改其宗旨,並隨本表	格一併	交付經修改的	公司章程細則的)經核證文本。
		This company has passed a special resolution a	Itering	its objects, ar	nd delivered wi	th this form a
		certified copy of the company's articles as altered.				
					1	1
		決議通過日期 Date of Passing the Resolution				
				□ DD	月MM	年 YYYY
						·
	B	向法庭提出取消修改的申請 Application to C	ourt fo	r Cancollatio	of Alteration	
	٥.				1 Of Alteration	
		適用於私人公司 (包括在《前身條例》下層私人公。 Applicable to a private company (including a company lin				
		which was a private company under the predecessor Ordi		<u>luarantee</u>		
		請在適用的空格內加上 < 號 Please tick the relevant box				
		一 在有關特別決議通過的日期後的 28 日內,無				
		No application is made to the Court to cancel to the relevant special resolution.	ne aiter	ation within 28	days after the	date of passing
		the relevant special resolution.				
		有人已向原訟法庭提出取消該項修改的申請,		修改卻獲得原	訟法庭確認。	現隨本表格一
		併交付原訟法庭確認該項修改的命令的正式 5				
		An application is made to the Court to cancel the the Court. An office copy of the order confirming				
		the Court. An office copy of the order confirming	ng the a	iteration is dei	ivered with this	ioriii.
					1	I
		法庭命令的日期 Date of Court Order				
				H DD	A MM	年 YYYY
				B 00	H IVIIVI	#1111
•	簽:	署 Signed:				
•	<i>14</i> .	名 Name :		日期 Date :		
	XII.	董事 Director / 公司秘書 Company Secre	etary *	_ H # Date	目DD / 月MM	4 / # VVVV
		_ , , , , , , , , , , , , , , , , , , ,	otal y		DOD / HINN	w / 4- 1111
	*#	删去不適用者 Delete whichever does not apply				
5	提:	交人資料 Presentor's Reference	請勿	漢寫本欄 For (Official Use	
		名 Name:	HD 90	Se 310 - 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	J	
		the Address:				
		<u> </u>				
	*	話 Tel: 傳真 Fax:				
		配 Email:				
		Reference:				
	7周:	W				

《公司條例》(香港法例第 622 章) 第 89 條規定交付的

公司宗旨修改通知書

填表須知 — 表格 NAA2

附註

引言

- 1. 根據《公司條例》第89條,公司可藉一
 - (a) 放棄或限制任何宗旨;或
 - (b) 採納本可在-
 - (i) (如屬根據《公司條例》組成及註冊的公司)有關章程細則註冊時,合 法地載於該公司的章程細則內的任何新宗旨;或
 - (ii) (如屬根據《舊有公司條例》組成及註冊的公司)有關組織章程大綱註冊時,合法地載於該公司的組織章程大綱內的任何新宗旨,

修改有關宗旨,而該項修改須藉特別決議作出,該決議的通知須已向該公司的 所有成員發出。

- 如私人公司(包括在《前身條例》第2(1)條所界定屬私人公司的擔保有限公司)(「私人公司」)通過特別決議修改其宗旨—
 - (a) 在無人於有關特別決議通過的日期後的28日內(「申請的限期」)向原訟法 庭提出要求取消該項修改的申請的情況下,該公司須在提出該申請的限期 屆滿後的15日內,將關於該項修改的通知,以本表格交付公司註冊處處長 (「處長」)登記;或
 - (b) 如有人於申請的限期內向原訟法庭提出要求取消該項修改的申請,原訟法庭可取消或確認有關修改。如原訟法庭確認有關修改,該公司須在原訟法庭命令的日期後的15日內(或如獲准延長限期,則在經延長的限期內),將關於該項修改的通知,以本表格交付處長參訂。
- 如公眾公司或擔保有限公司通過特別決議修改其宗旨,該公司須在該決議通過的日期後的15日內,將關於該項修改的通知,以本表格交付處長登記。
- 如以中文申報本表格內的資料,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。
- 5. 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。
- 6. 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 表格不會觀作曾爲讓從(公司條例)中有關條文的規定而交付處長。

答署

7. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

宗旨的修改 (第2項)

- 8. (a)公司在交付本表格時,須連同該公司經修改的章程細則的交本一併交付, 該交本須由該公司的一名高級人員核證爲正確。
 - (b) 如私人公司獲原訟法庭確認有關修改,原訟法庭命令的正式文本亦須一併交付。

NOTICE OF ALTERATION OF COMPANY'S OBJECTS

For the purposes of section 89 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA2

Introduction

- Under section 89 of the Companies Ordinance, a company may, by special resolution of which
 notice has been given to all members of the company, alter the objects as stated in the
 company's articles by
 - (a) abandoning or restricting any of the objects; or
 - (b) adopting any new object that could lawfully have been contained
 - (i) in the company's articles when the articles were registered in the case of a company formed and registered under the Companies Ordinance; or
 - (ii) in the company's memorandum of association when the memorandum was registered in the case of a company formed and registered under a former Companies Ordinance.
- In the case of a private company, including a company limited by guarantee which was a private company as defined by section 2(1) of the predecessor Ordinance (private company), after passing a special resolution altering its objects —
 - (a) if no application is made to the Court to cancel the alteration within 28 days after the date of passing the relevant special resolution (the application period), the company must, within 15 days after the end of the application period, deliver to the Registrar of Companies (the Registrar) for registration a notice of the alteration in this form; or
 - (b) if an application is made to the Court to cancel the alteration within the application period, the Court may cancel or confirm the alteration. If the alteration is confirmed by the Court, the company must, within 15 days after the date of the Court order confirming the alteration (or if an extension of time is granted for delivery of the notice, within the extended period), deliver to the Registrar for registration a notice of the alteration in this form
- 3. In the case of a public company or company limited by guarantee, after passing a special resolution altering its objects, the company must, within 15 days after the date of passing the resolution, deliver to the Registrar for registration a notice of the alteration in this form.
- 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.
- 6. 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.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Alteration of Objects (Section 2)

- (a) This form should be delivered with a copy of the company's articles as altered which is certified by an officer of the company as correct.
 - (b) In the case of a private company where a Court order confirming the alteration is made, an office copy of the order should also be delivered together with this form.



原有公司對某些章程細則修改通知書

(只適用於修改載於公司的組織章程大綱內 及原可合法地載於該公司的章程細則內的條文)

Notice of Alteration of Certain Articles by Existing Company

(For altering any provisions which were contained in the Company's memorandum of association and could lawfully have been contained in the Company's articles instead)

表格 NAA3

註 Note

4	表格僅適用於原有公司(即根據《舊有公司條例》組成及註冊	tee a en	公司編號 Con	npany Number
	終悟遥通用形象有公司(即依簿 【曹有公司終例】組成及註Ⅲ is Form is only applicable to an existing company			
	a company formed and registered under a former Compan	ies Ordinance)		
1	公司名稱 Company Name			
•	A HJ 41 11 TO COMPANY NAME			1
_				
2	章程細則的修改 Alteration of Articles			
A.	修改通知 Notice of Alteration			
	上述公司已通過特別決議修改其章程細則			
	(第 622 章)生效前,載於該公司的組織章			
	合法地載於該公司的章程細則內,而非載	於該章程大綱	『内・現隨本』	長格一併交付
	經修改的公司章程細則的經核證文本。		_	
	This company has passed a special resolut			
	provision(s) of the articles was / were con			
	association immediately before the commencer 622) and could lawfully have been contained			
	memorandum was registered. A certified co			
	delivered with this form.	py or the con	ipally 5 articles	as altered is
	donvoica with the form.			
	決議通過日期 Date of Passing the Resolution			
	次職通過日期 Date of Fassing the Resolution			
		∃ DD	月MM	年 YYYY
提	交人資料 Presentor's Reference	情勿塡寫本欄 Fo	or Official Use	
	名 Name:			
地	Address:			
#	話 Tel: 傳真 Fax:			
	郎 Email:			
	Deference:			

指明編號 1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

表格 NAA3

公司編號	Company Number

- 2 章程細則的修改 Alteration of Articles (續上頁 cont'd)
- B. 向法庭提出取消修改的申請 Application to Court for Cancellation of Alteration

適用於私人公司(包括在《前身條例》下屬私人公司的擔保有限公司)

Applicable to a private company (including a company limited by guarantee which was a private company under the predecessor Ordinance)

謂	青在適用的空格內加上 ✓ 號 Please tick the relevant box			
	在有關特別決議通過的日期後的 28 日申請。 No application is made to the Court to can of passing the relevant special resolution.	cel the alteration		
	有人已向原訟法庭提出取消該項修改的 現隨本表格一併交付原訟法庭確認該項 An application is made to the Court to car confirmed by the Court. An office cop delivered with this form.	修改的命令的 ncel the alteration	E式文本。 n but the alter	ation has been
	法庭命令的日期 Date of Court Order			
		H DD	月MM	年 YYYY

簽署 Signed :							
姓名 Name:		日期 Date:					
	董事 Director/公司秘書 Company Secretary *		∄ DD	/	月MM	7	年 YYYY

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

《公司條例》(香港法例第 622 章) 第 90 條規定交付的

原有公司對某些章程細則修改通知書 (只適用於修改載於公司的組織章程大綱內 及原可合法地載於該公司的章程細則內的條文)

填表須知 — 表格 NAA3

附註

引言

- 除《公司條例》第90(2)條另有規定外,如原有公司(即根據《舊有公司條例》組成及註冊的公司)的章程細則的任何條文一
 - (a) 是載於該公司的組織章程大綱內;及
 - (b) 在該組織章程大綱註冊時,是原可合法地載於該公司的章程細則內,而非載於該組織章程大綱內,

原有公司可藉特別決議修改該等條文。

- 原有公司如屬私人公司(包括在《前身條例》第2(1)條所界定屬私人公司的擔保 有限公司)(「私人公司」),在通過特別決議修改附註1所述的章程細則的任何條 交後,
 - (a) 在無人於有關特別決議通過的日期後的28日內(「申請的限期」)向原訟法 庭提出要求取消該項修改的申請的情況下,該公司須在提出該申請的限期屆 滿後的15日內,將關於該項修改的通知,以本表格交付公司註冊處處長(「處 長」)登記:或
 - (b) 如有人於申請的限期內向原訟法庭提出要求取消該項修改的申請,並獲得原 訟法庭確認有關修改的命令,該公司須在原訟法庭命令的日期後的15日內 (或如獲准延長限期,則在經延長的限期內),將關於該項修改的通知,以本 表格交付處長登記。
- 3. 原有公司如屬非私人公司或擔保有限公司,在通過特別決議修改附註1所述的章程細則的任何條文後,該公司須在該決議通過的日期後的15日內,將關於該項修改的通知,以本表格交付處長登記。
- 如以中文申報本表格內的資料,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。
- 5. 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。
- 6. 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 格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

7. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

章程細則的修改 (第2項)

- (a) 原有公司在交付本表格時,須連同該公司經修改的公司章程細則的交本一併 交付,該文本須由該公司的一名高級人員核證爲正確。
 - (b) 如屬私人公司的原有公司獲原訟法庭確認有關修改,原訟法庭命令的正式交本亦須一併交付。

NOTICE OF ALTERATION OF CERTAIN ARTICLES BY EXISTING COMPANY

(For altering any provisions which were contained in the Company's memorandum of association and could lawfully have been contained in the Company's articles instead)

For the purposes of section 90 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA3

Introduction

- Subject to section 90(2) of the Companies Ordinance, an existing company, i.e. a company formed and registered under a former Companies Ordinance, may by special resolution alter any provision of the company's articles of association if the provision —
 - (a) was contained in the company's memorandum of association; and
 - (b) could lawfully have been contained in the company's articles instead of in the memorandum of association when the memorandum was registered.
- 2. In the case of a private company formed and registered under a former Companies Ordinance, including a company limited by guarantee which was a private company as defined by section 2(1) of the predecessor Ordinance (private company), after passing a special resolution altering any provisions mentioned in Note 1
 - (a) if no application is made to the Court to cancel the alteration within 28 days after the date of passing the relevant special resolution (the application period), the company must, within 15 days after the end of the application period, deliver to the Registrar of Companies (the Registrar) for registration a notice of the alteration in this form; or
 - (b) if an application is made to the Court to cancel the alteration within the application period and an order confirming the alteration is obtained, the company must, within 15 days after the date of the Court order confirming the alteration (or if an extension of time is granted for delivery of the notice, within the extended period), deliver to the Registrar for registration a notice of the alteration in this form.
- 3. In the case of a non-private company or company limited by guarantee formed and registered under a former Companies Ordinance, after passing a special resolution altering any provisions mentioned in Note 1, the company must, within 15 days after the date of passing the resolution, deliver to the Registrar for registration a notice of the alteration in this form.
- 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.
- 6. 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.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Alteration of Articles (Section 2)

- (a) This form should be delivered with a copy of the company's articles as altered which is certified by an officer of the company as correct.
 - (b) In the case of a private company formed and registered under a former Companies Ordinance where a Court order confirming the alteration is made, an office copy of the order should also be delivered together with this form.



公司地位更改通知書 Notice of Change of Company Status

表格 Form NAA4

					公司	司編號 Comp	any Number
e							
1	公司名稱(Company Name	е				
2	公司地位更	び詳情 Detai	ils of Change	of Company S	tatus		
			細則,以致認 dits articles so			has been o	hanged as
	請在適用的空格	为加上✓號 Please	tick the relevant box				
		人公司轉爲公 a Private Com	·聚公司 ipany to a Pub	lic Company			
	改生: A cer in ac finan	效的財政年度 tified true copy cordance with cial year imme	付該公司按照 前的財政年 y of the compa section 379 o ediately befor	度擬備的周年 any's annual fi of the Compai	財務報表的 inancial state nies Ordinand	核證真實交 ments that ce and prep	本。 are prepared pared for the
	effect	is delivered w	vith this form.				
		聚公司轉爲私 a Public Comp	人公司 pany to a Priva	ate Company			
3	修改的生死	女日期 Effectiv	ve Date of Alte	ration			
					Ħ DD	月MM	年 YYYY
	署 Signed: 名 Name:				日期 Date :_		
	1	▼ Birector / 公	可秘書 Compa	ny Secretary *	E	IDD / 月M	M / 年YYYY
*#	圖去不適用者 Del	ete whichever does n	not apply				
姓	交人資料 Pres 名 Name: 址 Address:	sentor's Referer	nce	請勿塡寫习	▽欄 For Officia	al Use	
電	話 Tel:	傳真 Fa	ax:				
	郵 Email:						
檔	號 Reference:						

《公司條例》(香港法例第 622 章) 第 94(2)及 95(2)條規定交付的

公司地位更改通知書

填表須知 — 表格 NAA4

附註

引言

- 1. 如私人公司修改其章程細則,以致該章程細則不再符合《公司條例》第11(1)(a)條,則在該項修改生效的日期當日,該公司即不再是私人公司。如公眾公司修改其章程細則,以致該章程細則符合《公司條例》第11(1)(a)條,則在該項修改生效的日期當日,該公司即不再是公眾公司。有關公司除須按照《公司條例》第88(5)條的規定交付文件外,亦須於上述修改生效的日期後的15日內,將關於更改該公司的地位的通知,以本表格交付公司註冊處處長(處長」)登記。
- 如以中文申報本表格內的資料,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 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

5. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

NOTICE OF CHANGE OF COMPANY STATUS

For the purposes of sections 94(2) and 95(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAA4

Introduction

- 1. If a private company alters its articles of association so that the articles no longer comply with section 11(1)(a) of the Companies Ordinance, the company ceases to be a private company on the date on which the alteration takes effect. If a public company alters its articles of association so that the articles comply with section 11(1)(a) of the Companies Ordinance, the company ceases to be a public company on the date on which the alteration takes effect. In addition to the documents required for registration under section 88(5) of the Companies Ordinance, the company must, within 15 days after the date on which the above alteration takes effect, deliver to the Registrar of Companies (the Registrar) for registration a notice of the change of the company's status in this form.
- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.



修改財務報表陳述書 Statement of Revision of Financial Statements

表格 Form NAC3

									<u>公</u>	可編號(Company	Number
Note	1	公司名和	£ Co	ompany	Name							
		A 19 H										
	2	木公司	耳坎	昭(小	司條例》	笙 449(3)	悠 作出	警告陣	ànt —	- 公司	的着車	油完根據
	_				19條安排						1 1 1 II II	100 AC 100 100
		In accor	dan	ce with	section 44	9(3) of the	Compa	nies Or	dinan	ce. a w	varning	statement
		is herel	οу ο	given th	at the dir	rectors of	the co	mpany	have	decid	ed to	cause the
					statements	of the cor	npany to	be rev	ised	under s	section	449 of the
		Compan	ies	Ordinan	ce.							
		涵蓋以了	會	計期的則	才務報表 F	inancial St	atements	Coveri	ng the	Period	<u>i</u>	
						至						
						То						
		Ħ DD		月MM	年 YYYY		∃ DD	月	MM	年 YYY	Y	
)	簽辑	Signed	:									
	班 4	名 Name	:	■ Direct	or/公司秘書	t Company S	Secretary*	日期 Dat		1 DD /	Ħ MM	/ 年YYYY
	*	mul _d by part _do					corotary		-	100 /	73 IVIIVI	/ 4- 1111
	神	刑去小週用者	Dele	te whicheve	r does not apply							
)	提到	文人資料 F	rese	entor's Re	eference		請勿塡第	本欄 Fo	or Offic	ial Use		
		🔁 Name:										
	地址	止 Address:										
	電影	舌 Tel:		傳	真 Fax:							
		斯 Email:		•								
	推图	Referenc	φ.									

《公司條例》(香港法例第 622 章) 第 449(3) 條規定交付的

修改財務報表陳述書

填表須知 — 表格 NAC3

附註

引言

- 1. 如公司的董事決定根據《公司條例》第449(1)條安排對公司的財務報表作出修改;及該財務報表的交本已遵照第664(3)(b)條的規定交付公司註冊處處長(「處長」),則該公司須在該決定作出後的7日內,將一份流明該財務報表將會被如此修改的警告陳述,以本表格交付處長登記。
- 2. 如以中文申報本表格內的資料,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,則該表格不會視作曾爲遵從《公司條例》 中有關條文的規定而交付處長。

答署

5. 本表格必須由公司的一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

STATEMENT OF REVISION OF FINANCIAL STATEMENTS

For the purposes of section 449(3) of Companies Ordinance (Cap.622)

Notes for Completion of Form NAC3

Introduction

- 1. If the directors of a company decide to cause any financial statements of the company to be revised under section 449(1) of the Companies Ordinance and a copy of the financial statements has been delivered to the Registrar of Companies (the Registrar) under section 664(3)(b), the company must, within 7 days after the decision, deliver to the Registrar for registration a warning statement, in this form, that the financial statements will be so revised.
- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.



更改會計參照日通知書 Notice of Alteration of Accounting Reference Date

表格 NAC4

							公司編號 Comp	oany Numbe
te 1	л	司夕和	解 Company	Namo				
		+y 1 <u>-</u> 111	- Company	itaine				
2	更	改詳作	育 Details of	Change				
Α				>> 照期的終結				
			e of the Curre ing Referenc	ent or Previou	s	H DD	月MM	年 YYYY
	AC	Count	ing Reference	e Periou		D 00	H MIM	# 1111
		The	accounting	reference pe	年YYYY ,以致該期間 riod concerned			
		foll	owing date -	-				
			日 DD	月MM	年 YYYY			
提	交人:	資料 Pi	resentor's Ref	erence	請勿塡寫	本欄 For Offic	ial Use	
	名 Na							
地	址 Ad	dress:						
	話 Te		傳	真 Fax:				
	野 En							
儞	MR Ke	ference						

表格	N	Λ	^	A
Form	IN	Н	C	4

	2	S可編號 Comp	any Number
H DD		月MM	年 YYYY

C. 指明新的會計參照日的董事決議的日期 Date of the Directors' Resolution Specifying the New Accounting Reference Date

3 在五年內延長會計參照期

Extension of Accounting Reference Period within Five Years

請在適用的空格內加上 ✓ 號 Please tick the relevant box

公司並未就較早前的會計參照期指明一個新的會計參照日,從而延長該期間,而該較早前的會計參照期是在指明新的會計參照日前的5年內終結的。
The company has not specified a new accounting reference date in relation to an earlier accounting reference period so as to extend that earlier period, and the earlier accounting

公司已就較早前的會計參照期指明一個新的會計參照日,從而延長該期間;而該較早前的會計參照期,是在是次指明新的會計參照日前的5年內終結的。但是次指明的新

reference period ended within 5 years before the new accounting reference date is specified.

的會計參照日,是與公司有關的控權公司的會計參照日同步的。
The company has specified a new accounting reference date in relation to an earlier accounting reference period so as to extend that earlier period, and the earlier accounting reference period ended within 5 years before the new accounting reference date is specified. However, the new accounting reference date coincides with the accounting reference date of the holding company of the company.

	公司已就較早前的會計參照期指明一個新的會計參照日,從而延長該期間;而較早前
_	的會計參照期,是在是次指明新的會計參照日前的5年內終結的。是次新的會計參照
	日的指明已獲成員的決議所批准。

The company has specified a new accounting reference date in relation to an earlier accounting reference period so as to extend that earlier period, and the earlier accounting reference period ended within 5 years before the new accounting reference date is specified. Specification of the new accounting reference date is approved by a members' resolution.

● 答響 Signed	6	答署	Signed	
-------------	---	----	--------	--

姓名 Name	:	日期 Date	:				
	董事 Director / 公司秘書 Company Secretary *	-	# DD	1	В мм	7	年 YYYY

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

(公司條例) (香港法例第 622 章) 第 371(2) 條規定交付的

更改會計參照日通知書

填表須知 — 表格 NAC4

附註

引言

 公司的董事可根據《公司條例》第371(1)條就公司現行的或對上的會計參照期, 以及其後每個會計參照期,指明新的會計參照日。「對上的會計參照期」指在 緊接公司現行的會計參照期之前的會計參照期。

如屬<u>公聚公司</u>或**擔保有限公司**,公司須在指明該新的會計參照日的董事決議的日期後的 15 日內,將關於該新的日期的通知,以本表格交付公司註冊處處長(「處長」)登記。

- 如以中文申報本表格內的資料,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 表格不會視作曾爲讓從《公司條例》中有關條文的規定而交付處長。

簽署

本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

更改詳情 (第2項)

- 6. 請述明有關的現行或對上的會計參照期會被縮短或被延長。如該期間被縮短, 該期間終結的日期,會變成該期間開始後新的會計參照日首次出現的日期。如 該期間被延長,該期間終結的日期,會變成該期間開始後新的會計參照日第二次出現的日期。
- 7. 如有以下情况,公司的董事不得就對上的會計參照期指明新的會計參照日一
 - (a) 根據《公司條例》第429條,須就參照該會計參照期而定出的財政年度,在成員大會上提交關乎該財政年度的報告文件的文本供該公司省覽,而提交該套文件的限期已屆滿;或
 - (b) 根據《公司條例》第430(3)條,須將關乎該財政年度的報告文件的文本送 交成員,而送交該套文件的限期已屆滿。
- 8. 公司的董事不得就某會計參照期指明一個新的會計參照日,從而將該期間延長 至超過 18 個月。

NOTICE OF ALTERATION OF ACCOUNTING REFERENCE DATE

For the purposes of section 371(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAC4

Introduction

1. The directors of a company may specify a new accounting reference date in relation to the company's current or previous accounting reference period, and every subsequent accounting reference period, under section 371(1) of the Companies Ordinance. "Previous accounting reference period" means the accounting reference period immediately preceding the company's current accounting reference period.

If the company is a <u>public company</u> or a <u>company limited by guarantee</u>, the company must, within 15 days after the date of the directors' resolution specifying the new accounting reference date, deliver a notice of that new date in this form to the Registrar of Companies (the Registrar) for registration.

- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Details of Change (Section 2)

- 6. Please state whether the current or previous accounting reference period concerned is to be shortened or extended. If the accounting reference period is to be shortened, it should end on the first occasion on which the new accounting reference date falls or fell after the beginning of that period. If the accounting reference period is to be extended, it will end on the second occasion on which the new accounting reference date falls or fell after the beginning of that period.
- The directors of a company must not specify a new accounting reference date in relation to the
 previous accounting reference period if
 - (a) the period for laying before the company in general meeting under section 429 of the Companies Ordinance a copy of the reporting documents for the financial year determined by reference to that accounting reference period has expired; or
 - (b) the period for sending a copy of the reporting documents for the financial year to the members under section 430(3) of the Companies Ordinance has expired.
- 8. The directors of a company must not specify a new accounting reference date in relation to an accounting reference period so as to extend the period to longer than 18 months.



獲批准的合倂建議

Approved Amalgamation Proposal

表格

ΝΑΜΑ1

				Form I	
				公司編號C	ompany Numb
1	公司名稱 Com	anany Nama			
٠	公司石碑 COII	ipany Name			
2	獲批准的合併	建議 Amalgamation Pro	posal that has been	Approved	
		.批准《公司條例》第(resolution approving an			
		dinance is attached.	amaigamation under	Section 660(1)	01 661(1) 01
	•				
	決議的日期				
	Date of Resolu	tion			
			Ħ DD	月MM	年 YYYY
簽	署 Signed :				
姓	名 Name :	IF Director/公司秘書 Comp	日期 D anv Secretary *	ate:	MM / 年Y
* 112		hichever does not apply	,,	Д 55 / /.	, · _ · ·
語	育町去个週用者 Delete w	nicnever does not apply			
	交人資料 Present	tor's Reference	請勿塡寫本相	For Official Use)
	名 Name:				
地	址 Address:				
_	話 Tel:	傳真 Fax:			
_	郵 Email:				

檔號 Reference:

(公司條例) (香港法例第 622 章) 第 684(1)(a) 條規定交付的

獲批准的合併建議

填表須知 — 表格 NAMA1

附註

引言

- 1. 爲使根據《公司條例》第13 部第3 分部屬同一集團的公司的合併有效,無論該合併屬縱向合併或橫向合併,每間合併的公司須在合併建議獲批准後的15日內,將以下文件交付公司註冊處處長(「處長」)登記一
 - (a) 獲批准的合併建議(本表格);
 - (b) 第683(1)條規定的每項證明書(表格NAMA2);
 - (c) 每間合併的公司的董事發出的證明書(表格 NAMA3), 述明該合併已一
 - (i) 按照《公司條例》第13部第3分部獲批准;及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記一

- (d) 關於委任合併後的公司的董事的通知(表格NAMA4);
- (e) 合併後的公司的董事或擬委任爲該公司的董事的人發出的證明書,並明假 若合併後的公司的債權人的申索相對該公司資產價值的比例,高於某合併 的公司的債權人的申索相對該公司資產價值的比例,沒有債權人會因此事 實而受到損害(表格NAMA5)。

在上述(a)至(e)的文件登記後,處長會在切實可行範圍內,盡快發出合併證明書,指明一個日期爲有關合併的生效日期。

- 如以中交申報本表格內的資料,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 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

5. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

APPROVED AMALGAMATION PROPOSAL

For the purposes of section 684(1)(a) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA1

Introduction

- 1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal
 - (a) the amalgamation proposal that has been approved (this Form);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMA5).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.



合併的公司的董事 就償付能力陳述發出的證明書

Certificate on Solvency Statement by Directors of Amalgamating Company

表格 NAMA2 公司編號 Company Number # Note 公司名稱 Company Name 2 證明書 Certificate 我/我們*是上述合併的公司所有表決贊成作出償付能力陳述的董事,現按照《公司條 例》第683條證明-I/We *. being all the director(s) of the above amalgamating company who vote(s) in favour of making a solvency statement, hereby certify in accordance with section 683 of the Companies Ordinance that — (a) 我/我們* 認爲 (公司條例) 第679(1)(a)(i)及(ii)條指明的條件已獲符合。 In my/our * opinion, the conditions specified in section 679(1)(a)(i) and (ii) of the Companies Ordinance are satisfied. (b) 持該意見的理由是 Grounds for that opinion are *請刪去不適用者 Delete whichever does not apply 提交人資料 Presentor's Reference 請勿塡寫本欄 For Official Use 姓名 Name: 地址 Address: 電話 Tel: 傳真 Fax: 電郵 Email:

檔號 Reference:

表格 NAMA2

	公司編號	Company Number
П		

- 2 證明書 Certificate (續上頁 cont'd)
 - (c) 《公司條例》第679(1)(b)條指明的條件已獲符合。
 The condition specified in section 679(1)(b) of the Companies Ordinance is satisfied.
- ⑤ 3 董事簽署 Signature(s) of Director(s) (如空位不足・請用練買填報 Use Continuation Sheet if the space is insufficient)

姓名 Name :	董事 Director	簽署 Signed:	日期 Date:	
姓名	± ♣ Director	簽署	日期	日 DD / 月 MM / 年 YYYY
		競者 Signed:		
	董事 Director		,	日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY

本證明書所包括的續頁數目 Number of Continuation Sheet(s) included in this Certificate

表格 NAMA2

續頁 Continuation Sheet

公司編號 Company Number

董事簽署 (第 3 項) Signature(s) of Director(s) (Section 3)

姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :		
	普惠 Director			

(公司條例) (香港法例第 622 章) 第 684(1)(b) 條規定交付的

合併的公司的董事就償付能力陳述發出的證明書

道表須知 — 表格 NAMA2

附註

引言

- 1. 爲使根據《公司條例》第13部第3分部屬同一集團的公司的合併有效,無論該合併屬縱向合併或橫向合併,每間合併的公司須在合併建議獲批准後的15日內,將以下文件交付公司註冊處處長(「處長」)登記一
 - (a) 獲批准的合併建議(表格 NAMA1);
 - (b) 第683(1)條規定的每項證明書(本表格);
 - (c) 每間合併的公司的董事發出的證明書(表格NAMA3), 並明該合併已一
 - (i) 按照《公司條例》第13部第3分部獲批准;及
 - (ii) 按照該合併的公司的章程細則獲批准。

合供後的公司並須將以下文件交付處長登記—

- (d) 關於委任合併後的公司的董事的通知(表格NAMA4);
- (e) 合併後的公司的董事或擬委任爲該公司的董事的人發出的證明書,並明假 若合併後的公司的債權人的申索相對該公司資產價值的比例,高於某合併 的公司的債權人的申索相對該公司資產價值的比例,沒有債權人會因此事 實而受到損害(表格NAMA5)。

在上述(a)至(e)的文件登記後,處長會在切實可行範圍內,盡快發出合併證明書,指明一個日期爲有關合併的生效日期。

- 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 表格不會視作曾爲邊從《公司條例》中有關條文的規定而交付處長。

簽署

本表格必須由公司所有表決贊成作出償付能力陳述的董事簽署,公司註冊處不接納未簽妥的表格。

CERTIFICATE ON SOLVENCY STATEMENT BY DIRECTORS OF AMALGAMATING COMPANY

For the purposes of section 684(1)(b) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA2

Introduction

- 1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (this Form);
 - a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMAS).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

5. This form must be signed by all the director(s) who voted in favour of making a solvency statement of the company. A form which is not properly signed will be rejected by the Companies Registry.



合併的公司的董事發出 批准合併的證明書

Certificate of Approval of Amalgamation by Directors of Amalgamating Company

表格 Form NAMA3

註 Note	1	公司名稱 Company Name				
	•	A H 44 Company Name				
	2	證明書 Certificate				
		我/我們*是上述合併的 684(1)(c)條證明,有關的 的章程細則獲批准。				
		I/We *, being the sole dir hereby certify in accordance amalgamation has been a Companies Ordinance and t	e with section 6 pproved in accordance	84(1)(c) of the Comp ordance with Divisi	panies	Ordinance that the
6	3	唯一董事或全體董事簽署 (如空位不足,請用續頁填報 Use Continu			irecto	ors
		14. 79	***		440	
		姓名 Name :	簽署 Signed:	日 Da		
		董事 Director				日 DD / 月 MM / 年 YYYY
		姓名	簽署	Ħ	魽	
		Name :				
		董事 Director				日 DD / 月 MM / 年 YYYY
	本	:證明書所包括的續頁數目 Numb	per of Continuation SI	neet(s) included in this Ce	ertificat	e
	*#		pply	.,		
3	提	交人資料 Presentor's Reference	1	請勿塡寫本欄 Fo	r Offic	ial Use
•		名 Name:				
	地:	址 Address:				
	電	話 Tel: 傳真	Fax:			
		野 Email:				
	檔	Reference:				

表格 NAMA3

續頁 Continuation Sheet

公司編號 Company Number

・唯一董事或全體董事簽署(第3項) Signature(s) of Sole Director or All Directors (Section 3)

姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director	_		日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :		
	董事 Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事 Director			日 DD / 月 MM / 年 YYYY

(公司條例) (香港法例第 622 章) 第 684(1)(c) 條規定交付的

合併的公司的董事發出批准合併的證明書

填表須知 — 表格 NAMA3

附註

引言

- 1. 爲使根據《公司條例》第13 部第3分部屬同一集團的公司的合併有效,無論該合併屬縱向合併或橫向合併,每間合併的公司須在合併建議獲批准後的15日內,將以下文件交付公司註冊處處長(「處長」)登記一
 - (a) 獲批准的合併建議(表格 NAMA1);
 - (b) 第683(1)條規定的每項證明書(表格NAMA2);
 - (c) 每間合併的公司的董事發出的證明書(本表格), 述明該合併已一
 - (i) 按照《公司條例》第13部第3分部獲批准;及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記一

- (d) 關於委任合併後的公司的董事的通知(表格NAMA4);
- (e) 合併後的公司的董事或擬委任爲該公司的董事的人發出的證明書,並明假 若合併後的公司的債權人的申索相對該公司資產價值的比例,高於某合併 的公司的債權人的申索相對該公司資產價值的比例,沒有債權人會因此事 實而受到損害(表格NAMA5)。

在上述(a)至(e)的文件登記後,處長會在切實可行範圍內,盡快發出合併證明書,指明一個日期爲有關合併的生效日期。

- 如以中交申報本表格內的資料,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 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

答署

5. 本表格必須由公司的唯一董事或全體董事簽署。所填報的董事姓名/名稱<u>必須</u> 與公司註冊處的紀錄相同。公司註冊處不接納未簽妥的表格。

CERTIFICATE OF APPROVAL OF AMALGAMATION BY DIRECTORS OF AMAI GAMATING COMPANY

For the purposes of section 684(1)(c) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA3

Introduction

- 1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (this Form), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMAS).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

5. This form must be signed by the sole director or all the directors of the company. Please note that the name(s) of the director(s) given under this Section <u>must be</u> identical to the name(s) kept in the Companies Registry's record. A form which is not properly signed will be rejected by the Companies Registry.



委任合併後的公司的董事通知書 Notice of Appointment of Directors of Amalgamated Company

表格 NAMA4

公司編號 Company Number

е _	. 					
1	公司名稱 Con	npany Name	•			
2	委任董事(法/	(間線) Λη	ointment of F	Director (Po	dy Cornorato)	
_						orporate is appointed as director)
	請在適用的空格內加					
	身分	董事	候補董事	代替 Altern	ate to	
	Capacity	Director	Alternate Director			
	中文名稱					
	中文石冊 Name in Chinese					
	英文名稱					
	Name in English					
	地址					<u> </u>
	Address					
	國家/地區 Country/Regio	on				
	電郵地址					
	Email Address					
	公司編號 Compa (只適用於在香港註冊的					
	(Only applicable to body		ed in Hong Kong)			
	Advisory Note	All directors of	the company are a	dvised to read	事責任指引》,並熟悉 'A Guide on Directors' I duties of directors ou	i該指引所概述的董事一般責任。 Duties' published by the Compan tlined in the Guide.
	出任普惠聯位	同音書 Cons	sent to Act as F	Director *	删去不適用者 Delete wh	ichever does not apply
					事/候補董事*。	опечет воез посаррту
	I, acting on beh	alf of the abov	e named compa			any consents to act as direct
	alternate directo	r* of this comp	any.			
	签署 Signed:					
			董事(法)	人團體)的董	事/公司秘書/獲担	受權人士*
		Director/	Company Secre	etary/Author	ized Person of the I	Director (Body Corporate)*
提	交人資料 Prese	ntor's Refere	nce		請勿塡寫本欄 For	Official Use
	名 Name:					
地	址 Address:					
#	L話 Tel:	4	車直 Fax:			
	· 郵 Email:	•	4 24			
	號 Reference:					

表格 Form	NI	Λ	N/	Λ	A
Form	IN.	Н	IVI	H	4

董事

身分

	公司	編號	Company Number
Г			
П			

3 7	5仟董事	(白然人)	Appointment of Director	(Natural Perso	on)
-----	------	-------	-------------------------	----------------	-----

候補董事

(如委任超過一名自然人爲董事,請用續頁 B 填報 Use Continuation Sheet B if more than 1 natural person is appointed as director) 請在適用的空格內加上 🗸 號 Please tick the relevant box(es)

代替 Alternate to

	Capacity	Director	Alternate Director			
	中文姓名 Name in Chinese					
	英文姓名 Name in English	姓氏 Surname				
	0	名字 ther Names				
	前用姓名 Previous Names	中文 Chinese				
		英文 English				
	別名 Alias	中文 Chinese				
		英文 English				
0	住址 Residential Address					
	Count	家/地區 rry Region				
1	電郵地址 Email Address					
B	身分證明 Identif (a) 香港身分證 Hong Kong Ide		er			
	(b) 護照 Passport		發國家 Country			
			號碼 Number			
4	提示 Advisory Note	All directors of	f the company are a	idvised to read 'A G	uide on Directors'	所概述的董事一般責任。 Duties' published by the rs outlined in the Guide.
æ	出任董事職位	司意書 Conse	ent to Act as Direc	tor		
				本人已年滿 18 歲 company and confi		ned the age of 18 years.
	本通知書包括	下列續頁 This!	Notice includes the	following Continua	tion Sheet(s)	
	續頁 Continuati			Α		В
	頁數 Number of	pages				
6	簽署 Signed :				期 Date:	
		,	可秘書 Company	Secretary *	∄ DD	/ 月MM / 年YYYY
	*請刪去不適用者 Delete 指明編號 1/2014 (2014 年 3					第二頁 Page 2

表格 NAMA4

續頁	Α	Cont	inuation	Sheet A
	公	司編號	Compan	y Number

委任董事(法人團體) (第2項)

Appointment of Director (Body Corporate) (Section 2)

請在適用的空格內加	ロ上 ✓ 號 Please tick the relevant box(es)
身分	董事 候補董事 代替 Alternate to
Capacity	Director Alternate Director
中文名稱 Name in Chinese	е
英文名稱 Name in English	
地址 Address	
國家/j Country / Re	地區 egion
電郵地址 Email Address	
公司編號 Comp (只適用於在香港註 (Only applicable to	
提示 Advisory Note	所有公司董事均應閱讀公司註冊應編製的〈董事責任指引〉,並熟悉該指引所衞速的董事一般責任 All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.
	范同意書 Consent to Act as Director
I, acting on bel	.逃公司確認,上逃公司同意擔任公司的董事/候補董事*。 half of the above named company, confirm that the above company consents to act as director .or* of this company.
簽署 Signed:	## (A. 1 10 10) A. # ## (A. 17 12) A. # (P. 10 14 1 1 1
	董事(法人團體)的董事/公司秘書/獲授權人士* Director/Company Secretary/Authorized Person of the Director (Body Corporate)*
	Delete whichever does not apply

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

表格 NAMA4

續頁 B Continuation Sheet B

公司編號	Company Number

委任董事(自然人) (第 3 項) Appointment of Director (Natural person) (Section 3)

	請在適用的空格內加	上 ✔ 號 Please tid	k the relevant box(e	s)						
10	身分	董事	候補董事	代替A	Iternate to					
	Capacity	Director	Alternate Director							
	中文姓名 Name in Chinese									
	英文姓名 Name in English	姓氏 Surname								
		名字 Other Names								
	前用姓名 Previous Names	中文 Chinese								
		英文 English								
	別名 Alias	中文 Chinese								
		英文 English								
D	住址 Residential Address	[
2	電郵地址 Email Address	國家/地區 Country Region								
3	身分證明 Identi	fication								
-	(a) 香港身分體 Hong Kong Id	號碼 entity Card Numl	ber							(
	(b) 護照 Passport		發國家 g Country 號碼 Number							
4	提示 Advisory Note	All directors of	均應閱讀公司註冊 of the company ar gistry and acquaint	e advised to	read 'A	Guide on	Directors	' Duties' p	oublished	by the
Đ	出任董事職位 本人同意擔任名 I consent to act a	公司的董事/修	·補董事*,並確	認本人已全			l have att	ained the a	age of 18 y	years.
	簽署 Signed:									
	*請刪去不適用者 D	elete whichever do	nes not apply							

(公司條例) (香港法例第 622 章) 第 684(1)(d) 條規定交付的

委任合併後的公司的董事通知書

填表須知 — 表格 NAMA4

附註

引言

- 1. 爲使根據《公司條例》第13部第3分部屬同一集團的公司的合併有效,無論該合併屬縱向合併或橫向合併,每間合併的公司須在合併建議獲批准後的15日內,將以下文件交付公司註冊處處長(「處長」)登記一
 - (a) 獲批准的合併建議(表格 NAMA1);
 - (b) 第683(1) 條規定的每項證明書(表格NAMA2);
 - (c) 每間合併的公司的董事發出的證明書(表格 NAMA3), 述明該合併已一
 - (i) 按照《公司條例》第13部第3分部獲批准;及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記一

- (d) 關於委任合併後的公司的董事的涌知(本表格);
- (e) 合併後的公司的董事或擬委任爲該公司的董事的人發出的證明書, 述明假若合併後的公司的債權人的申索相對該公司資產價值的比例, 高於某合併的公司的債權人的申索相對該公司資產價值的比例, 沒有債權人會因此事實而受到損害(表格NAMA5)。

在上述(a)至(e)的文件登記後,處長會在切實可行範圍內,盡快發出合併證明書,指明一個日期爲有關合併的生效日期。

- 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 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

答署

5. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

委任董事 (法人團體)(第2項)

- 6. 請述明獲委任者的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 請註明董事的註冊辦事處或主要辦事處的地址。如屬非香港地址,請同時填報 「國家/地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 請提供董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改, 請以表格 ND2B 通知公司註冊處。

9. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》,並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁(www.cr.gov.hk)閱覽或下載,印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 機公司註冊處的詢問處索取。

委任董事 (自然人)(第3項)

- 10. 請減明獲委任者的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 11. 請申報董事的<u>選幣住址</u>。如屬非香港地址,請同時塡報「國家/地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 12. 請提供董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改, 請以表格 ND2B 通知公司註冊處。
- 13. 請申報董事的香港身分證號碼。如該人並非香港身分證持有人,請申報其所持 護照的號碼及簽發國家。如該人並非香港身分證持有人,亦沒有任何國家的護 照,則請在有關的空格內填上「無」。
- 14. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》,並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事参考。該指引可於公司註冊處網頁(www.cr.gov.hk)閱覽或下載,印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 機公司註冊處的詢問處索取。

NOTICE OF APPOINTMENT OF DIRECTORS OF AMALGAMATED COMPANY

For the purposes of section 684(1)(d) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA4

Introduction

- For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal —
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (this Form);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (Form NAMA5).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Appointment of Director (Body Corporate) (Section 2)

- Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
- The address of registered or principal office of the director should be given. If a non-Hong Kong address is given, please also complete the box for 'Country_Region'. 'Care of addresses or post office box numbers are not acceptable.
- Please provide the email address of the director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.

Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong...

Appointment of Director (Natural Person) (Section 3)

- 10. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
- 11. Please provide the <u>usual residential address</u> of the director. If a non-Hong Kong address is given, please also complete the box for 'Country / Region'. 'Care of' addresses or post office box numbers are not acceptable.
- Please provide the email address of the director, if any, to facilitate electronic communication.
 If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.
- 13. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of a director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
- 14. Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.



合倂後的公司的董事發出 有關債權人申索的證明書

Certificate on Claims of Creditors by Directors of Amalgamated Company

表格 NAMA5

				公司編	號 Company Number
註 Note					
	1	公司名稱 Company Name			
	2	證明書 Certificate			
		我/我們 * 是上述合併後的	5公司的 唯一養事。	/ 全體蓄事 / 擬委白	的 首事*,现按照
		《公司條例》第684(1)(e)作			
		產價值的比例,高於某合倂		申索相對該公司資產	價值的比例,沒有
		債權人會因此事實而受到提 I/We*, being the sole direct		/nunnand disastas/a	\ * of the company
		hereby certify in accordance			
		the proportion of the claims	of the amalgamated	d company's creditor	s in relation to the
		value of that company's a	ssets is greater tha	in the proportion of	the claims of an
		creditor will be prejudiced by		the value of that ex	ompany 3 asset, no
6	3	唯一董事/全體董事或擬委			
		Signature(s) of Sole Director of (如空位不足,請用續頁填報 Use Continued			
	44.		•	,	
	姓:	-	簽署 Signed:	日期 Date :	
	INA	me : 董事/擬委任的董事	_ Signed	Date	日 DD / 月 MM / 年 YYYY
		Director / Proposed Director			1007 A WWW 7 T T T T
	姓	名	簽署	日期	
	Na	me :	Signed :	Date :	
		董事/擬委任的董事 Director (Proposed Director			日 DD / 月 MM / 年 YYYY
		Director / Proposed Director			
	*	證明書所包括的續頁數目 Numbe	er of Continuation Sheet(s)	included in this Certificate	,
		删去不適用者 Delete whichever does not app			
		交人資料 Presentor's Reference	.,	請勿塡寫本欄 For Offic	rial Hea
3		名 Name:		語勿填為本備 I OI OIII	ciai Ose
		Address:			
	1	話 Tel: 傳真 F	Fax:		
		野 Email:			

檔號 Reference:



續頁	Continuation Sheet	
公司	編號 Company Number	
		1

唯一董事/全體董事或擬委任的董事簽署 (第 3 項) Signature(s) of Sole Director or All Director and Proposed Director(s) (Section 3)

姓名		簽署	日期	
Name :		Signed :	Date :	
	董事/擬委任的董事 Director / Proposed Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事/擬委任的董事 Director / Proposed Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :	董事/擬委任的董事 Director / Proposed Director	Signed:	Date :	日DD/月MM/年YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事/擬委任的董事 Director / Proposed Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事/擬委任的董事 Director/Proposed Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :	董事/擬委任的董事 Director / Proposed Director	Signed :	Date :	日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事/擬委任的董事 Director / Proposed Director			日 DD / 月 MM / 年 YYYY
姓名		簽署	日期	
Name :		Signed :	Date :	
	董事/擬委任的董事 Director / Proposed Director			日 DD / 月 MM / 年 YYYY

(公司條例) (香港法例第 622 章) 第 684(1)(e) 條規定交付的

合併後的公司的董事發出有關債權人申索的證明書

遺表須知 — 表格 NAMA5

附註

引言

- 1. 爲使根據《公司條例》第13 部第3分部屬同一集團的公司的合併有效,無論該合併屬縱向合併或橫向合併,每間合併的公司須在合併建議獲批准後的15 日內,將以下文件交付公司註冊處處長(「處長」)登記一
 - (a) 獲批准的合併建議(表格 NAMA1);
 - (b) 第683(1)條規定的每項證明書(表格NAMA2);
 - (c) 每間合併的公司的董事發出的證明書(表格NAMA3), 並明該合併已一
 - (i) 按照《公司條例》第13部第3分部獲批准;及
 - (ii) 按照該合併的公司的章程細則獲批准。

合併後的公司並須將以下文件交付處長登記-

- (d) 關於委任合併後的公司的董事的通知(表格NAMA4);
- (e) 合併後的公司的董事或擬委任爲該公司的董事的人發出的證明書,並明假 若合併後的公司的債權人的申索相對該公司資產價值的比例,高於某合併 的公司的債權人的申索相對該公司資產價值的比例,沒有債權人會因此事 實而受到損害(本表格)。

在上述(a)至(e)的文件登記後,處長會在切實可行範圍內,盡快發出合併證明書,指明一個日期爲有關合併的生效日期。

- 如以中交申報本表格內的資料,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 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

5. 本表格必須由公司的唯一董事/全體董事或擬委任的董事簽署。此外,所填報的董事姓名/名稱必須與公司註冊處的紀錄相同。公司註冊處不接納未簽妥的表格。

CERTIFICATE ON CLAIMS OF CREDITORS BY DIRECTORS OF AMALGAMATED COMPANY

For the purposes of section 684(1)(e) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA5

Introduction

- 1. For the purposes of effecting an amalgamation of companies within a group, whether by vertical amalgamation or horizontal amalgamation, under Division 3 of Part 13 of the Companies Ordinance, each and every amalgamating company must deliver the following documents to the Registrar of Companies (the Registrar) for registration within 15 days after the approval of the amalgamation proposal
 - (a) the amalgamation proposal that has been approved (Form NAMA1);
 - (b) every certificate required by section 683(1) (Form NAMA2);
 - (c) a certificate issued by the directors of each amalgamating company (Form NAMA3), stating that the amalgamation has been approved in accordance with —
 - (i) Division 3 of Part 13 of the Companies Ordinance; and
 - (ii) the articles of the amalgamating company.

The amalgamated company must also deliver the following documents to the Registrar for registration —

- (d) a notice of appointment of the directors of the amalgamated company (Form NAMA4);
- (e) a certificate issued by the directors, or the proposed directors, of the amalgamated company stating that where the proportion of the claims of the amalgamated company's creditors in relation to the value of that company's assets is greater than the proportion of the claims of an amalgamating company's creditors in relation to the value of that company's assets, no creditor will be prejudiced by that fact (this Form).

As soon as practicable after the documents (a) to (e) above are registered, the Registrar will issue a certificate of amalgamation, specifying a date as the effective date of the amalgamation.

- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

5. This form must be signed by the sole director or all the directors and the proposed director(s) of the company. Please note that the name(s) of the director(s) given under this Section <u>must be</u> identical to the name(s) kept in the Companies Registry's record. A form which is not properly signed will be rejected by the Companies Registry.



ĖΝ

向原訟法庭申請要求 介入合併建議的通知書

Notice of Application to Court to Intervene in Amalgamation Proposal

表格 NAMA6

1	公司名稱 Company Name						
2	申請介入合併建議的通知 Notice of Application to Intervene in Amalgama	tion F	Proposal				
	本人是 I am						
	公司的成員 a member of the company						
	公司的債權人 a creditor of the company						
	公司對之負有義務的人 a person to whom the company is under an o	oligati	on				
	現通知: 本人已向原訟法庭爲《公司條例》第 Notice is given that an application has been made t the Companies Ordinance.					secti	on 686(
	提出申請的日期 Date of Making the Application		Ħ DD		月MM		年YYY
簽:			H DD		月MM		年YYY
	Date of Making the Application	_ B1	用 DD	目DD	月 MM / 月 MI	M /	·
	Date of Making the Application Signed: 名 Name:	_ 日		H DD		M /	·
姓:	Date of Making the Application 署 Signed: 名 Name : 成員 Member/債権人 Creditor/ 公司對之負有義務的人 Person to whom the Company	日:		H DD		и /	·
姓: * <i>請</i>	Bate of Making the Application 署 Signed: 名 Name: 成員 Member/債権人 Creditor/公司對之負有義務的人 Person to whom the Company is under an obligation* illustr適用者 Delete whichever does not apply を人資料 Presentor's Reference				/ 月 MI		·
姓: * <i>請</i>	Table of Making the Application 署 Signed: 名 Name : 成員 Member/債権人 Creditor/公司對之負有義務的人 Person to whom the Company is under an obligation*		朔 Date:_		/ 月 MI		·
姓: * <i>請</i>	Bigned: 名 Name: 成員 Member/債権人 Creditor/公司對之負有義務的人 Person to whom the Company is under an obligation* 武人資料 Presentor's Reference 弘 Name: 上 Address:		朔 Date:_		/ 月 MI		·
姓: * 提姓地 電影	Bate of Making the Application Was Signed: 名 Name: 成員 Member/債権人 Creditor/公司對之負有義務的人 Person to whom the Company is under an obligation* Was Apply E人資料 Presentor's Reference S Name:		朔 Date:_		/ 月 MI		年 YYYY

《公司條例》(香港法例第 622 章) 第 686(4)條規定交付的

向原訟法庭申請要求介入合併建議的通知書

填表須知 — 表格 NAMA6

附註

引言

- 1. 原訟法庭如信納某合併建議的生效,會不公平地損害合併的公司的成員或債權人或合併的公司 對之負有義務的人,則可應有關成員、該債權人或該人在合併的生效日期前提出的申請,就該 合併建議作出它認爲合適的命。申請人在向原訟法庭提出申請時,須將關於該申請的通知以 本表格交付公司註冊處處長(「處長」)登記。
- 2. 如以中文申報本表格內的資料,請用繁體字。以手寫方式塡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,則該表格不會視作曾爲遵從《公司條例》 中有關條文的規定而交付處長。

答署

 本表格必須由向原訟法庭提出申請的成員、債權人或公司對之負有義務的人簽署,公司註冊處 不接納未簽分的表格。

NOTICE OF APPLICATION TO COURT TO INTERVENE IN AMALGAMATION PROPOSAL

For the purposes of section 686(4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAMA6

Introduction

- 1. If the Court is satisfied that giving effect to an amalgamation proposal would unfairly prejudice a member or creditor of an amalgamating company or a person to whom an amalgamating company is under an obligation, it may, on application by the member, creditor or person made before the date on which the amalgamation becomes effective, make any order it thinks fit in relation to the amalgamation proposal. On making the application to the Court, the applicant must deliver to the Registrar of Companies (the Registrar) for registration a notice of the application in this form.
- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

5. This form must be signed by the member, creditor or the person to whom the company is under an obligation who makes the application to the Court. A form which is not properly signed will be rejected by the Companies Registry.



周年申報表 Annual Return

表格 NAR1

						公司制	s號 Compa	ny Number
1	八司夕秘	Company	Namo					
•	公司名稱	Company	Name					
	商業名稱(如有的話) Business	Name (If an	y)			
	公司類別	Type of Co	ompany					
	請在適用的空格	内加上 🗸 號	Please tick the re	elevant box				
	私人名	5司	□□☆聚公	: 司	擔保有限公	一司		
		e company		company		mited by gua	rantee	
	本申報表							
	Date to wh	ich this R	eturn is Mad	le Up		■ DD	 月MM	年 YYYY
							H IVIIVI	#1111
5	Period Cov	ered by F		tements Del	ivered with this Fo	orm		
	(私人公司無需導	複雜此項 Apri	vate company ne	ea not complete t				
					至 To			
	■ DD	月MM	年 YYYY			Ħ DD	月MM	年YYYY
	# m. % # = =	an amball ∧ a	dress of Re	aictored Off	ioo			
,	社而新争》	SE ARRITE MO	uress of Re	gistereu On	ice			
Ē	交人資料 Pre	sentor's R	eference		請勿塡寫本欄 For C	Official Use		
4	名 Name:							
į	址 Address:							
ı	話 Tel:		尊真 Fax:					
_	郵 Email:							
	職 Reference:							

表格	NI A	
Form	NA	\mathbf{C}

a

7 電郵地址 Email Address

各	NAR1	公司編號 Company Number
m	INAKI	

8 按揭及押記 Mortgages and Charges

截至本申報表的結算日期,所有根據(公司條例)須向公司註冊處處長登記的,或若於 1912 年 1 月 1日後設定便須如此登記的按揭及押記的負債總額

Total amount of the indebtedness as at the date to which this return is made up in respect of all mortgages and charges which are required to be registered with the Registrar of Companies pursuant to the Companies Ordinance or would have been required to be so registered if created after 1 January 1912

- 12		
- 1		
- 1		
- 1		
- 1		
- 1		
- 1		
- 1		
- 1		

9 無股本公司的成員人數 Number of Member(s) of a Company Not Having a Share Capital (有股本的公司無需填報此項 Company having a share capital need not complete this section)

截至本申報表的結算日期的成員人數	
Number of Member(s) as at the Date to which this Return is Made Up	

10 股本 Share Capital

(無股本的公司無需填報此項 Company not having a share capital need not complete this section)

截至本申報表的結算日期 As at the Date to which this Return is Made Up							
股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)		已發行股份 Issued Shares					
	貨幣單位 Currency	總數 Total Number	總款額 Total Amount	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up			
總數 Total							

表格	NΔ	D ₄
Form	INA	$\mathbf{\Gamma}$

公司編號	Company Number

11 公司秘書 Company Secretary

Α.	公司你曾(日於八)Company Secr	etary (Natural Ferson)
	(如超過一名公司秘書屬自然人,請用續頁 A 填報	Use Continuation Sheet A if more than 1 company secretary is a natural person

		司秘書屬自然人,請用續到				an 1 compan	y secretary	/ is a nat	ural pe	rson)	
	中文姓名 Name in Chinasa										٦
	Name in Chinese 英文姓名	## FF							_		۲
	Name in English	姓氏 Surname									
	Ot	名字 her Names									
	前用姓名 Previous Names	中文 Chinese									_
		英文 English									Ī
	別名 Alias	中文 Chinese									i
	Allas	英文 English									7
1 3	香港通訊地址 Hong Kong Correspondence Address	Ligion							_		
		地區 Region 香港/I	HONG KO	NG							
14	電郵地址 Email Address										
1	身分證明 Identific (a) 香港身分證號 Hong Kong Ide									()
	(b) 護照 Passport	簽 發 國 家 Issuing Countr									7
		號 個 Numbe									Ī
	B. 公司秘書 (加紹湯一名公司	(法人團體) Compa 同秘書屬法人團體,請用編	any Secretar	y (Body Corpo	orate)	than 1 comp	anv secret	arvis a h	nody co	rnorate	
16	中文名稱 Name in Chinese	700 E 7801-20 CELLE 1877 1975	K34 - 136714 - 222								_
16	英文名稱 Name in English										_
Ø	香港地址 Hong Kong Address										=
	地 Regi	香港/HONG	G KONG								
1	電郵地址 Email Address										
	公司編號 Compa	ny Number									٦

表格	NAR1
Form	INAKI

公司編號	Company Number

12 董事 Directors

A. 董事 (自然人) Director (Natural Person)

(如超過一名董事屬自然人,請用續頁 B 填報 Use Continuation Sheet B if more than 1 director is a natural person)

身分	□ 董	事	fé	幹		1	A 替分	lternate	to		
Capacity	Dir	ector		lternate D	irector						
中文姓名 Name in Chinese						L					_
英文姓名 Name in English	姓氏 Sumame										
C	名字 Other Names										
前用姓名 Previous Names	中文 Chinese										
	英文 English										
別名 Alias	中文 Chinese										
	英文 English										
住址 Residential Address											
Coun	なく地區 try / Region										
電郵地址 Email Address											
身分證明 Identifia (a) 香港身分證場 Hong Kong Iden											(
(b) 護照 Passport	簽發國 Issuing Cou										
	St. Num	碼									

表格	NI	Λ	D4
Form	IN.	Н	\mathbf{R}

	公司編號 Company Number
ectors	are body corporate)
Alterna	ite to
Alterna	te to

- 12 董事 Directors (續上頁 cont'd)
- B. 董事 (法人團體) Director (Body Corporate)

(如超過兩名董事屬法人剛體,請用續頁C 填報 Use Continuation Sheet C if more than 2 dir

請在適用的空格內加上 ✓ 號 Please tick the relevant box(es) 代替 身分 董事 候補董事 Alternate Director Capacity Director 中文名稱 Name in Chinese 英文名稱 Name in English 22 地址 Address 國家/地區 Country / Region 電郵地址 **Email Address** 公司編號 Company Number (只適用於在香港註冊的法人團體) (Only applicable to body corporate registered in Hong Kong) 請在適用的空格內加上 ✓ 號 Please tick the relevant box(es) B 2 身分 董事 候補董事 代替 Director Capacity Alternate Director 中文名稱 Name in Chinese 英文名稱 Name in English 22 地址 Address 國家/地區 Country Region 20 電郵地址 **Email Address** 公司編號 Company Number

(Only applicable to body corporate registered in Hong Kong)

(只適用於在香港註冊的法人團體)

表格 NAR1

公司編號	Company Number

- 12 董事 Directors (續上頁 cont'd)
- C. 備任董事 Reserve Director

(只適用於只有一名成員而該成員同時亦是唯一董事的私人公司)
(Only applicable to a private company with only one member who is also the sole director of the company)

中文姓名 Name in Chinese				
英文姓名 Name in English	姓氏 Surname			
Othe	名字 er Names			
前用姓名 Previous Names	中文 Chinese			
	英文 English			
別名 Alias	中文 Chinese			
	英文 English			
全址 Residential Address				
國家 Country	上 大地區 Region			
電郵地址 Email Address				
身分體明 Identific	ation			
(a) 香港身分證號 Hong Kong Ident				()
(b) 護照 Passport	簽發國家 Issuing Country			
	號碼 Number			

		·格 orm	NAR1				公司編號(Company Number
23	13	(有股	及本公司的成員詳析 本的公司必須塡報此項 Comp 適用的空格內加上 < 號 Ple	pany hav	ving a share capita			hare Capital
			非上市公司的成員群 Particulars of members			ny are listed in Sche	edule 1	
			上市公司的成員詳情。 Particulars of members			e listed in Schedule	2	
4	14	(如空	可紀錄 Company Re 位不足,請用續頁D 填報 U	se Contir	nuation Sheet D if th			
		Addr	備存下列紀錄的地址 ess where the following co 司紀錄 Company Reco	mpany		if not kept at the regist		ection 6)
	15	(如屬	性害 Statement (本人公司·請在生格的加上, 現 逝 明 公 可 自 最 近 一 化 日 期 起), 並 沒 有 發 出 本 申 報 表 的 結 算 日 期 繼 條 於 計 算 公 司 成 員 人 复 The company has not, sin first annual return), issued that if the number of mem of persons who, under see members of the company.	分周年 邀請, 日超過 女時不信 ce the c any invi bers of	申報表的結算E 以邀請公眾人 暨五十名,則超 包括在內的人。 date of the last an itation to the publi the company exc	I 期起(如屬首份周 士認購公司的任何 出五十名之數的成 nual return (or since the consumer of the consum	年申報表,則自公 股份或債權證;同 員,全屬根據《公 he date of incorporation shares or debentures of this return, the ex	可成立爲法團的 時如成員人數於 可條例》第 11(2) on in the case of the of the company and cess consists wholly
25		All	有公司董事均應閱讀公司 directors of the company a juaint themselves with the g	re advis	編製的《董事章 sed to read 'A Guid	le on Directors' Duties		
		本日	申報表包括下列續頁「	This Ret	turn includes the	following Continuat	ion Sheet(s)	I
		横〕	Continuation Sheet(s))	Α	В	С	D
		頁	Number of pages					

6	簽署 Signed:							
	姓名 Name :		日期 Date:					
		董事 Director/公司秘書 Company Secretary *		Ħ DD	1	月MM	/	年 YYYY
	*請刪去不適用者	Delete whichever does not apply						



附表一 Schedule 1 (非上市公司適用 FOR NON-LISTED COMPANY)

本申報表的	洁算 日期	
Date to which	h this Return	ı is Made Up
日 DD	月MM	年 YYYY

公司編號	Company Number

☑ 非上市公司的成員詳情 (第 13 項)

Particulars of Member(s) of a Non-listed Company (Section 13)

(有股本的非上市公司必須模赖此頁。如空位不足,或超過一類股份,可另加附表一。) (Non-listed company having a share capital must complete this page. If the space provided is insufficient, or if there is more than one class of shares, please use additional Schedule 1.)

截至本申報表的結算日期的成員詳情 Particulars of Member(s) as at the Date to which this Return is Made Up

股份類別 Class of Shares		
此類別股份的已發行線數T	otal Number of Issued Shares in this Class	

		J	投份 Shares		
姓名/名稱 Name	地址 Address	現時持有量 Current Holding	# Trans	讓* ferred *	備註 Remarks
		Troiding	數目 Number	日期 Date	

- * 如公司的股份自上一份周年申報表日期以來(如屬首份周年申報表,則自公司成立爲法團以來)有任何轉讓,有關詳情亦請一併申報;股份受讓人的姓名/名稱請在「備註」一欄註明。
- # If there have been any transfers of the company's shares since the date of the last annual return (or since incorporation if this is the first annual return), please also provide details of the transfers; the name of the transferee should be stated in the 'Remarks' column.



附表二 Schedule 2 (上市公司適用 FOR LISTED COMPANY)

本申報表的# Date to whic		n is Made Up
∄ DD	月MM	年 YYYY

上市公司的成員詳情 (第 13 項) Particulars of Member(s) of a Listed Company (Section 13)

(有股本的上市公司必須填報此頁。如空位不足,或超過一類股份,可另加附表二。) (Listed company having a share capital must complete this page. If the space provided is insufficient, or if there is more than one class of shares, please use additional Schedule 2.

截至本申報表的結算日期持有公司任何類別股份中的 5% 或多於 5% 發行股本的成員的詳情

Particulars of Member(s) who Held 5% or More of the Issued Shares in any Class of the Company's Shares as at the Date to which this Return is Made Up

股份類別 Class of Shares		
此類別股份的已發行總數T	otal Number of Issued Shares in this Class	

		股份 Sha	ires
姓名/名稱 Name	地址 Address	現時持有量 Current Holding	佔此類別已發行 股份的百分比 Percentage of Issued Shares Held in this Class

表格 NAR1

續頁 A Continuation Sheet A

Date to which the	his Return is Ma	ade Up				公司編號	Company N	lu
∃ DD	月MM 年)	YYYY						
公司秘書詳情	(第 11 項)	Details of	Company	Secretary	(Section	<u>111)</u>		
A. 公司秘書((自然人) Comp	pany Secreta	ry (Natural	Person)				
中文姓名 Name in Chinese								
英文姓名 Name in English	姓氏 Surname							
O	名字 Other Names							
前用姓名 Previous Names	中文 Chinese							
	英文 English							
別名 Alias	中文 Chinese							_
	英文 English							
香港通訊地址 Hong Kong Correspondence Address								_
	地區 Region 香港	/HONG	KONG					
電郵地址 Email Address								_
身分證明 Identif (a) 香港身分證! Hong Kong Ide		er						_
(b) 護照 Passport	簽員 Issuing (美國家 Country						
	1	號碼 Number						
B. 公司秘書((法人團體) Co		tary (Body	Corporate)				_
中文名稱 Name in Chinese								_
英文名稱 Name in English								_
香港地址 Hong Kong Address								_
								=
								=
地 Reç	^B 區gion 香港∕H(ONG KONG	j					

表格 NAR1

續頁 B Continuation Sheet B

本申報表的結算日期 Date to which this Return is Made Up						
∃ DD	月MM	年 YYYY				

公司編號	Company Number

董事詳情 (自然人) (第 12A 項) Details of Director (Natural Person) (Section 12A)

請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)

		_	_						
1 8	身分		董事	候補董事	代替 Alter	nate to			
	Capacity		Director	Alternate Director					
	中文姓名	Г							
	Name in Chinese								
	英文姓名	44.FE							=
	Name in English	姓氏 Surname							
	_	,							=
	Ot	名字 her Names							
	前用姓名	# * □							Ħ
	Previous Names	中文 Chinese							
		英女							
		英文 English							
	別名	中文 Chinese							
	Alias	Chinese							
		英文 English							
		English							
19	住址								
•	Residential Address	L							
	Address								
		L							_
		Ļ							_
	Countr	家/地區 y/Region							
		,,							=
20	電郵地址 Email Address								
	Lillali Address	L							
21	身分體明 Identifi	cation							
4	(a) 香港身分證動							1	
	Hong Kong Ide	ntity Card N	umber					10)
	(b) 護照		簽發國家						
	Passport	Iss	uing Country						
			號碼						Ť
			Number						

	表格 NAF	24		續頁 C Continuation Sheet C
	Form INAC	\ 		
	本申報表的結算日			
	Date to which this	Return is Made up		公司編號 Company Number
	日DD 月	MM 年 YYYY		
		FET 1881 \ /ANY 400 T	=) D-4-11 (D)4-	(Darley Onesseta) (Onestina 40D)
	董事詳情(法人	團體) (第 12B 및	Details of Directo	r (Body Corporate) (Section 12B)
	請在適用的空格內加上	/ 號 Please tick the relev	ant box(es)	
1 8	1 身分	董事	候補董事	代替 Alternate to
	Capacity	Director	Alternate Director	
	中文名稱			
	Name in Chinese			
	** - 4 ***			
	英文名稱 Name in English			
	Nume in English			
22	地址			
•	Address			
	國家/地區 Country/Region			
_				
20	電郵地址			
	Email Address			
	公司編號 Company (只適用於在香港註冊的法人			
		porate registered in Hong Kon	g)	
	請在適用的空格內加上。	/ 號 Please tick the relev	ant box(es)	
18	2 身分	董事	候補董事	代替 Alternate to
	Capacity	Director	Alternate Director	
	中文名稱			
	Name in Chinese			
	英文名稱 Name in English			
	Name in English			
22	地址			
•	Address			
	國家/地區			
	Country / Region	I		

公司編號 Company Number (只適用於在香港註冊的法人團體) (Only applicable to body corporate registered in Hong Kong) 指明編號 1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

20

電郵地址 **Email Address**

表格 NAR1

續頁 D Continuation Sheet D

本申報表的 Date to whi	結算日期 ch this Returr	ı is Made Up		公司編號 Company Number
∃ DD	月MM	年 YYYY		
A 의 선	/800r 4 4 TES \	C	December (Continue 4.4)	

☑ 公司紀錄 (第 14 項) Company Records (Section 14)

公司備存下列紀錄的地址(如並非備存於第 6 項所述的註冊辦事處內) Address where the following company records are kept (if not kept at the registered office stated in Section 6)

公司紀錄 Company Records	地址 Address

《公司條例》(香港法例第 622 章) 第 662 條規定交付的

周年申報表

填表須知 — 表格 NAR1

附註

引言

- 4. 每間在香港成立爲法團的公司必須向公司註冊處處長(「處長」)交付一份周年申報表 登記。公司董事及公司秘書有責任確保申報表正確反映公司於申報表的結算日期的狀況。
- 請劃一以中交或英交申報各項所需資料。如以中交申報,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,否則無須另加附兩。

交付表格的期限

4. 本表格必須於申報表的結算日期後 42 日內交付處長登記。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爲遵從《公司條例》中有關條文的規定而交付處長。不論公司屬何類別,逾期提交者均須繳付較高的註冊費用。

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。公司註冊處將 依據公司重新交付表格的日期,計算所需繳付的註冊費用。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。

答署

本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格,並將依據公司重新交付已簽妥的表格的日期,計算所需繳付的註冊費用。

商業名稱 (第2項)

7. 除公司名稱外,請申報所採用的任何商業名稱。

本申報表的結算日期 (第4項)

8. 請述明申報表的結算日期。就某一年而言,私人公司的申報表的結算日期,即該公司 成立爲法團之日在該年中的周年日。就某一財政年度而言,公聚公司的申報表的結算 日期,即該公司的會計參照期結束後的6個月屆滿之日:屬擔保有限公司的申報表的 結算日期,即該公司的會計參照期結束後的9個月屆滿之日。

隨本表格交付的財務報表所涵蓋的會計期 (第 5 項)

9. (a) 公眾公司或擔保有限公司的周年申報表須隨附根據《公司條例》第430條須送交該公司每名成員的關乎該財政年度的報告文件的副本,包括財務報表、董事報告及就該財務報表作出的核數師報告。該等副本須經該公司的一名董事或公司秘書核證爲真實副本。

(b) 如(a)段所述的任何文件所用的語文既非中文亦非英文,該文件的經核證英文或中文譯本必須附於該文件。

註冊辦事處地址 (第6項)

10. 註冊辦事處的地址必須爲公司於申報表的結算日期當日的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。

電郵地址 (第7項)

11. 請提供公司的電郵地址(如有的話) 以方便聯絡。如電郵地址其後有任何更改,請以表格 NR1 通知公司註冊處。

股本 (第10項)

12. 有股本的公司必須申報其已發行股本及已繳股款的詳細資料。以下例子只供參考。

例子: 甲乙丙有限公司已發行 5,000 股普通股,截至本申報表的結算日期該等普通 股已繳足股款。

徽至本申報表的結算日期 As at the Date to which this Return is Made Up								
股份的類別 (如普通股/			已發行股份 Issued Shares					
優先股等) Class of Shares (e.g. Ordinary / Preference etc.)	貨幣單位 Currency	總數 Total Number	總款額 Total Amount	已數或視作 已數的總數額 Total Amount Paid up or Regarded as Paid up				
普通股	港元	5,000	5,000	5,000				
總數		5.000	5.000	5,000				
Total	港元	5,000	5,000	5,000				

公司秘書 (第11項)

- **13.** 請申報屬自然人的公司秘書*在香港的通訊地址*。本處不接納非香港地址或郵政信箱號碼。
- 14. 請提供公司秘書的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改,請以表格 ND2B 通知公司註冊處。
- 15. 請申報屬自然人的公司秘書的香港身分證號碼。如該人並非香港身分證持有人,請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人,亦沒有任何國家的護照,則請在有關的空格內填上「無」。
- 16. 如某商號的所有合夥人爲公司的聯名公司秘書,請在供公司秘書(法人團體)填報名稱的空格內申報商號名稱。
- 17. 如公司秘書屬法人團體,請註明其在香港的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。

董事 (第12項)

- 18. 請並明董事的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 19. 請申報屬自然人的董事或備任董事的<u>邇常住址</u>。如屬非香港地址,請同時申報「國家 /地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 20. 請提供董事或備任董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改,請以表格 ND2B或 ND7 涌知公司註冊處。
- 21. 請申報屬自然人的董事或備任董事的香港身分證號碼。如該人並非香港身分證持有人,請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人,亦沒有任何國家的護照,則請在有關的空格內填上「無」。
- 22. 如董事屬法人團體,請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址,請同時申報「國家/地區」一欄。本處不接納「轉交」地址或郵政信籍號碼。

有股本公司的成員詳情 (第 13 項)

23. 如公司屬有股本的公司,請於附表一(適用於非上市公司)或附表二(適用於上市公司) 申報公司成員的詳情。

公司紀錄 (第14項)

24. 公司紀錄指《公司條例》規定公司須備存的登記冊、索引、協議、備忘錄、會議紀錄或 其他文件,但不包括會計紀錄。

〈董事責任指引〉

25. 所有公司董事均應閱讀公司註冊處編製的《董事責任指引》,並熟悉該指引所概述的 董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁 (www.cr.gov.hk) 閱覽或下載,印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。

非上市公司的成員詳情 (附表一)

- 26. (a) 每類別股份的已發行總數必須與申報表第 10 項中所申報該類別股份的已發行股份線數相同。
 - (b) 如成員的詳情有任何更改,請在「備註」一欄內相關之處說明(例如:更改地址、 更改名稱等)。
 - (c) 如公司股本的結構有任何更改,例如:某一類別股份轉換爲另一類別股份、已發行的股份被公司沒收等,請在「備註」一欄內相關之處說明(例如:'A'股於 XXXX 年 XX 月 XX 日轉換爲'B'股、股份於 XXXX 年 XX 月 XX 日被沒收等)。
 - (d) 如公司備存成員登記支冊,而該登記支冊所載記項的詳情與需要載於周年申報表內的事項有關,而且該周年申報表是在該等記項的交本送抵該公司的註冊辦事處之後交付處長,請申報有關的詳情。

上市公司的成員詳情 (附表二)

27. 上市公司須於附表二提供的成員詳情,僅限於周年申報表的結算日期當日持有該公司 任何類別股份中的 5% 或多於 5% 發行股本的成員的詳情。

ANNUAL RETURN

For the purposes of section 662 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NAR1

Introduction

- Every company incorporated in Hong Kong must make an annual return which should be delivered to the Registrar of Companies (the Registrar) for registration. It is the duty of the director(s) and the company secretary to ensure that the return accurately reflects the affairs of the company as at the date to which the return is made up.
- 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 reiected 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.

Deadline for Delivery of this Form

4. This form must be delivered to the Registrar for registration within 42 days after the date to which the return is made up 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. Regardless of the types of companies. Iate submission will be subject to payment of a higher registration fee.

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. The registration fee payable will be calculated according to the resubmission date of the form. 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

6. This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry. The registration fee payable will be calculated according to the resubmission date of the properly signed form.

Business Name (Section 2)

7. Please state any business names used in addition to the company's name.

Date to which this Return is Made Up (Section 4)

8. Please state the date to which the Annual Return is made up. For a private company, the date to which the return is made up in respect of a particular year is the anniversary of the date of the company's incorporation in that year. For a public company, the date to which the return is made up in respect of a particular financial year is the date that is 6 months after the end of its accounting reference period. For a company limited by guarantee, the date to which the return is made up in respect of a particular financial year is the date that is 9 months after the end of its accounting reference period.

Period Covered by Financial Statements Delivered with this Form (Section 5)

- 9. (a) Public companies and companies limited by guarantee are required to deliver with each annual return copies of the reporting documents required to be sent to every member of the company under section 430 of the Companies Ordinance, which include the financial statements and the directors' report for the financial year and the auditors' report on those financial statements. Copies of the reporting documents must be certified by a director or the company secretary to be true copies.
 - (b) If any of the documents is in a language other than Chinese or English, a certified translation in English or Chinese of the document must be delivered.

Address of Registered Office (Section 6)

 The address must be the registered office address as at the date to which the return is made up. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.

Email Address (Section 7)

11. Please provide the email address of the company, if any, to facilitate electronic communication. If there is any subsequent change in the email address, please notify the Companies Registry by completing Form NR1.

Share Capital (Section 10)

- A company having a share capital must report the details of its issued and paid up share capital. An example is provided below for reference only.
 - e.g. ABC Company Limited has issued 5,000 ordinary shares which are fully paid as at the date of this return.

截至本申報表的結算日期 As at the Date to which this Return is Made Up							
股份的類別 (如普通股/			已發行股份 Issued Shares				
優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	總數 Total Number	總數額 Total Amount	已撤或視作 已撤的總款額 Total Amount Paid up or Regarded as Paid up			
Ordinary	HKD	5,000	5,000	5,000			
總數 Total	HKD	5,000	5,000	5,000			

Company Secretary (Section 11)

- Please provide the <u>correspondence address in Hong Kong</u> of the company secretary who is a natural person. Non-Hong Kong addresses or post office box numbers are not acceptable.
- 14. Please provide the email address of the company secretary, if any, to facilitate electronic communication. If there is any subsequent change in the email address, please notify the Companies Registry by completing Form ND2B.
- 15. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of the company secretary who is a natural person should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
- 16. If all the partners in a firm are joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).
- 17. If the company secretary is a body corporate, the address of its registered or principal office in <u>Hong Kong</u> should be given. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.

Directors (Section 12)

- 18. Please state the capacity(ies) of the director(s). In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it is the alternate.
- 19. Please provide the <u>usual residential address</u> of a director or reserve director who is a natural person. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of addresses or post office box numbers are not acceptable.
- 20. Please provide the email address of the director or reserve director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B or ND7.
- 21. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of a director or reserve director who is a natural person should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nii' in the boxes provided.
- 22. If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of addresses or post office box numbers are not acceptable.

Particulars of Member(s) of a Company Having a Share Capital (Section 13)

23. For a company having a share capital, details of members should be attached to this return. For non-listed companies, please complete Schedule 1. For listed companies, Schedule 2 should be used.

Company Records (Section 14)

24. Company records mean any register, index, agreement, memorandum, minutes or other document required by the Companies Ordinance to be kept by a company, but do not include accounting records.

'A Guide on Directors' Duties'

25. All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Particulars of Member(s) of a Non-listed Company (Schedule 1)

- 26. (a) For each class of shares, the total number of issued shares for the class must agree with the total number of issued shares for that class as reported in Section 10 of the return.
 - (b) If there have been any changes in the particulars of the member(s), please indicate the changes in the 'Remarks' column against the related entry (e.g. change of address, change of name etc.).
 - (c) If there have been any changes in the structure of the share capital of the company, e.g. conversion of one class of shares into shares of another class, forfeiture of issued shares etc., please indicate the changes in the 'Remarks' column against the related entry (e.g. 'A' shares converted to 'B' shares on dd / mm / yvyv, shares forfeited on dd / mm / yvyv etc.).
 - (d) If the company keeps a branch register of members and the particulars of the entries in that register relate to matters which are required to be contained in the annual return, particulars of the entries in that register should be included in the annual return if copies of those entries have been received at the registered office of the company before the annual return is delivered to the Registrar.

Particulars of Member(s) of a Listed Company (Schedule 2)

27. The particulars of members of a listed company to be provided in Schedule 2 are limited to those relating to members who held 5% or more of the issued shares in any class of the company's shares as at the date to which the return is made up.



更改公司秘書及董事通知書(委任/停任)

Notice of Change of Company Secretary and Director (Appointment / Cessation)

表格 ND2A

					公司編號 Comp	any Number
註 Note	1	公司名稱 Company Nar	ne			
	2	公司秘書/董事的停任	Cessation to Act as Co	mpany Secre	tary / Director	
		(如超過一名公司秘書/董事停任,	請用續頁A 塡報 Use Continuation St	heet A if more than	1 company secretary / dire	ctor ceased to act)
	A.	現時在公司註冊處登記的		y Registered v	ith the Companies F	Registry
_		請在適用的空格內加上 ✓ 號 Pleas 身分 公司秘		補董事	代替 Alternate to	
U		Capacity Compan	y Director Al	ternate	To Talemate to	
		Secretar	y Di	irector		
			(自然人) Particulars of Co	ompany Secre	tary / Director (Natu	ral Person)
		中文姓名 Name in Chinese				
		英文姓名 姓氏				
		Name in English Surname				
		名字 Other Names				
		身分證明		<u> </u>		
8		Identification		()		
_			香港身分證號碼 Hong Kong Identity Card		護照場 Passport N	
		或 OR	,		•	
9		公司秘書/董事的詳情	(法人團體) Particulars of	Company Sec	retary / Director (Bo	dy Corporate)
		中文及英文名稱 Chinese an	d English Names			
	В.	停任詳情 Details of Cessa	ition	_		_
		停任原因 Reason for Cessation		L 解職/其 Resignation		去世 Deceased
		停任日期		rtesignatio	II/ Others	Deceased
10		Date of Cessation			B 1414	年 YYYY
		上流普事或经辅普事在停4	壬日期後,是否仍然擔任這	日DD 公司的候補普	月MM 事或普事聯份?	平 ↑ ↑ ↑ ↑ Pes
•		Will this director or alternate	director continue to hold off	ice as alternate	director or director in	_
		this company after the date o	i cessation?			☐ 否 No
4		交人資料 Presentor's Refere	ence	請勿塡寫本欄	For Official Use	
		名 Name:				
	地址	Address:				
	電	語 Tel: 何	真 Fax:			
		鄭 Email:				
	-	Peference:		1		

表格	NI	D^{2}	
Form	IN	UZA	

	公司編號	Company Number
ſ		
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П		

請在適用的空格內加上 身分 2	○可秘書□	董事		(kg) 候補董事	<i>H</i>	替 A	Iterna	te to				
	રમાજા चा Company	Director	Ш	Alternate	1	v 187 ^	ileiria	ie io				
	Secretary			Director								
中文姓名 Name in Chinese	Γ											_
英文姓名 Name in English	姓氏 Surname											
Ot	名字 her Names											
前用姓名 Previous Names	中文 Chinese											
	英文 English											
別名 Alias	中文 Chinese											
	英文 English											
地址 Address												
	Ļ											
Countr	家/地區 ry/Region											
電郵地址 Email Address												
身分證明 Identifi	cation											
(a) 香港身分證號 Hong Kong Ide		umber										
(b) 護照 Passport	Iss	簽發國家 uing Country										
,		號碼 Number										
委任日期 Date of	Appointme	ent										
					H	DD			月MM			年Y
上述董事或候補 Is this director or company at the tin	r alternate	director alr	eady								s]
提示 Advisory Note	All director	s of the co	mpany	冊處編製的 are advised int themselve	to rea	ad 'A	Guide	on D	rectors	Duties	s' publi	shed
	. ,		. 4	Director *								

簽署 Signed

格 ND2 委任公司秘書		、團體) Appo	ointment of Co	ompany Secre		公司編號 Compa	
(如委任超過一個法人) company secretary/	director)			uation Sheet C if	more tha	an 1 body corporate	is appointed a
請在適用的空格內加」 身分	公司秘書	董事	候補董事	代替 Alternate	e to		
Capacity	Company Secretary	Director	Alternate Director				
中文名稱 Name in Chinese							
英文名稱 Name in English							
地址 Address							
國家/地 Country/Reg							
電郵地址 Email Address							
公司編號 Compa (只適用於在香港註冊的) (Only applicable to body	法人團體)	(in Hong Kong)					
委任日期 Date o		i in mong Kong)					
				E I	DD	月 MM	年 YYYY
上述董事或候補 Is this director of	董事在獲得這 or alternate di	大委任時,	是否已經是道 an existing a	公司的現任的 Iternate direct	被補董事 or or d	或董事? irector in this	是 Yes
company at the ti	me of this appo	intment ?					杏 No
提示 Advisory Note	All directors of	f the company	are advised to	read 'A Guide	on Direc	该指引所概述的董语 tors' Duties' publis rectors outlined in t	shed by the
出任董事職位同	司意書 Conse	ent to Act as	Director				
本人謹代表上述 I, acting on behal alternate director	If of the above	named comp				consents to act	as director/
簽署 Signed:							
	Director / Comp	董事(法人團	體)的董事/公 v/Authorized	N可秘書/獲i Person of the I	受權人士 Director	L* (Body Corporate)*

本涌知書包括下列續頁 This Notice includes the following Continuation Sheet(s)

T-ME/AT CILI // ME/A						
續頁 Continuation Sheet(s)	Α	В	С			
百數 Number of pages						

²⁰ 5 確認(適用的話) Confirmation (If applicable)

名列本通知書內的每一名獲委任爲公司秘書的自然人通常居於香港。

Each natural person appointed as company secretary and named in this Notice ordinarily resides in Hong Kong.

▲ 簽署 Signed :

姓名 Name	:	日期 Date :	
	董事 Director/公司秘書 Company Secretary *		日DD / 月MM / 年YYYY
*請刪去不適用者	Delete whichever does not apply		

第三頁 Page 3

表格 ND2A

續頁	Α	Со	nti	nuation	She	et A	١
	_			_		-	

公司編號	Company Number

公司秘書/董事的停任 (第 2 項)

	現時在公司註冊處登記的 請在適用的空格內加上 ✓ 號 Pleas		tly Registered	with the Compani	es Registry
	身分 公司秘 Capacity Compar Secretar	Director	候補董事 Alternate Director	替 Alternate to	
	公司秘書/董事的詳情	(自然人) Particulars of (company Secre	etary / Director (N	latural Person)
	中文姓名 Name in Chinese				
	英文姓名 姓氏 Name in English Surname				
	名字 Other Names				
	身分證明 Identification	香港身分證製	()	 壁照號碼
		省格男が設備 Hong Kong Identity Ca			sport Number
	<u>或 OR</u>				
	公司秘書/董事的詳情		of Company Se	cretary/Director	(Body Corporate)
	中文及英文名稱 Chinese at	nd English Names			
В.	停任詳情 Details of Cess	ation			
В.	停任詳情 Details of Cessa 停任原因 Reason for Cessation	ation	■ 静職/3 Resignat	其他 ion/Others	□ 去世 Deceased
В.	停任原因	ation			

表格 ND2A

續頁	В	Continuation Sheet B
	公	司編號 Company Number

Capacity (公司秘書 Company Secretary	董事 Director	A	補董事 Iternate irector	代	Alte	rnate t	0				
中文姓名 Name in Chinese												_
英文姓名 Name in English	姓氏 Surname											
-	名字 Other Names											
前用姓名 Previous Names	中文 Chinese											_
	英文 English											
別名 Alias	中文 Chinese											
	英文 English											
地址 Address												
	國家/地區											_
電郵地址 Email Address	Country / Region										_	_
身分證明 Identif (a) 香港身分證號 Hong Kong Ide		er			Τ			Т	Τ		Τ	(
(b) 護照 Passport	•	簽發國家 uing Country										
. acopon		號碼 Number										_
委任日期 Date o	f Appointment	_					Τ				_	_
上述董事或候補 ls this director or the time of this ap	alternate direct	次委任時, or already an	是否已: existing	極是這公司 alternate d	日 DE I 的 現 d irector	壬候補	董事 ector i	月 MM 或董事 n this c	?	y at	年 YY	
提示 Advisory Note	所有公司董 All director	事均應閱讀公 s of the com	pany are	編製的〈董 advised to emselves wi	read 'A	Guide	on D	irectors'	Duties	' publis	shed	一 資 f by t

簽署 Signed:

表格 ND2A

穳貝	C	Contii	nuation Sheet C
	公	可編號	Company Number

			k the relevant b					
身分 Capacity	C	· 司秘書 ompany ecretary	董事 Director		≹補董事 Iternate Director	代替 Alter	nate to	
中文名和 Name in								
英文名和 Name in								
地址 Address								
	國家/: Country/R	地區						
電郵地址 Email Ad	Ŀ	egion						
(只適用於	Company 任香港註册的 cable to body	法人團體)	stered in Hong K	ong)				
委任日期	Date of A	ppointment						
						∃ DD	月 MM	年 YYYY
ls this di	或候補董 ector or all of this appo	ternate direc	i次委任時, tor already ar	是否已 existing	經是這公司 jalternate d	可的現任候補 lirector or dire	董事或董事? ctor in this company	y at是 否
	示 ry Note	All directo	ors of the com	pany are	advised to	read 'A Guide	· 並熟悉該指引所概义 on Directors' Duties' uties of directors outlin	' published by t
出任董	事職位同:	意書 Conse	ent to Act as	Directo	r			
本人謹(表上述公 on behalf	司確認,」	上述公司同意 ve named com	擔任公	司的董事。	∕候補董事*。 the above co	ompany consents to	o act as direct

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

《公司條例》(香港法例第 622 章) 第 645(1)、645(4)、652(1) 及 652(2) 條規定交付的

更改公司秘書及董事通知書(委任/停任)

遺表須知 — 表格 ND2A

附註

引言

- 1. (a) 本表格是用以通知公司註冊處處長(「處長」)有關在香港成立爲法團的公司的公司秘書或聯名公司秘書(「公司秘書」)或董事的委任(包括候補董事的委任但不包括備任董事的提名)。本表格亦用以通知處長有關公司秘書或董事(包括候補董事但不包括備任董事)的停任。公司須在公司秘書或董事獲委任或停任後的15日內將本表格交付處長登記。
 - (b) 每間在香港成立爲法團的私人公司必須有一名公司秘書及最少一名屬自然人的 董事,但公司秘書一職 **丕經** 由公司的唯一董事兼任。只有一名董事的私人公司 **丕經** 委任一個亦以該董事爲唯一董事的法人團體作爲該公司的公司秘書。如私人 公司屬某公司集團的成員 而該公司集團的成員當中有上市公司,該私人公司不 得委任法人團體爲董事。
 - (c) 每間在香港成立爲法團的公眾公司及擔保有限公司必須有一名公司秘書及最少兩名董事,公司秘書一職可由其中一名董事兼任。法人團體<u>不得</u>擔任該類公司的董事。
 - (d) 如私人公司只有一名成員,而該成員同時亦是該公司的唯一董事,則不論該公司的章程細則有何規定,該公司可藉在成員大會上通過的決議,提名一位年滿 18歲的人士(須不屬法人團體)為該公司的備任董事,一旦唯一董事去世,即可 代替其行事。
- 2. 請使用適當的表格申報下列更改一

更改事項	表格
本地公司董事(包括候補董事) 或公司秘書詳情的更改	表格 ND2B
本地公司備任董事的提名或停任	表格 ND5
本地公司備任董事詳情的更改	表格 ND7

- 請劃一以中文或英文申報各項所需資料。如以中文申報,請用繁體字。以手寫方式 填寫的表格或不會被公司註冊處接納。
- 4. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
- 5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話,則該表格不會視作曾爲導從《公司條例》中有關條文的規定而交付處長。

签署

本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

公司秘書/董事的停任 (第2項)

- 7. 請述明停任者的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 8. 請填報停任的屬自然人的公司秘書或董事已在公司註冊處登記的香港身分證號碼或 護照號碼,以方便本處識別身分。如該項資料未曾在本處登記,請在有關的空格內填 上「無」。
- 如停任的公司秘書爲某商號的所有合夥人,請在供公司秘書(法人團體)申報名稱的空格內申報商號名稱。
- 10. 如公司秘書或董事去世,請申報其去世日期,作爲停任日期。
- 11. 請述明董事或候補董事在停任後,是否仍然擔任其他董事(包括候補董事)職位。如申報公司秘書的停任,則無需填報此項。

委任公司秘書/董事 (自然人)(第3項)

- 12. 請述明獲委任者的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 13. (a) 請申報公司秘書在香港的選訊地址。本處不接納非香港地址或郵政信箱號碼。
 - (b) 請申報董事的<u>通常住址</u>。如屬非香港地址,請同時申報「國家/地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 14. 請提供公司秘書或董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改,請以表格 ND2B 通知公司註冊處。
- 15. 請申報公司秘書或董事的香港身分證號碼。如該人並非香港身分證持有人,請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人,亦沒有任何國家的護照,則請在有關的空格內填上「無」。
- 16. 請述明獲委任者是否已擔任董事或其他董事的候補董事的職位。如申報公司秘書的委任,則無需填報此項。
- 17. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》,並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁(www.cr.gov.hk) 閱覽或下載,印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和14 樓公司註冊處的詢問處索取。

委任公司秘書/董事 (法人團體)(第4項)

- 18. 請述明獲委任者的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 19. 如某商號的所有合夥人獲委任爲公司的聯名公司秘書,請在供公司秘書(法人團體)申報名稱的空格內填報商號名稱。
- 20. (a) 如公司秘書屬法人團體,請註明其在查費的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。
 - (b) 如董事屬法人團體,請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址,請同時申報「國家/地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 請提供公司秘書或董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改,請以表格 ND2B 通知公司註冊處。

- 22. 請述明獲委任者是否已擔任董事或其他董事的候補董事的職位。如申報公司秘書的委任,則無需填報此項。
- 23. 每名獲委任的董事或候補董事均須在本表格的「出任董事職位同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》,並熟悉該指引所槪述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處網頁(www.cr.gov.hk) 閱覽或下載,印文本亦可於香港金鐘道 66 號金鐘道政府合署 13 和14 楼公司註冊處的詢問處索取。

確認 (第5項)

24. 如公司秘書屬自然人,必須通常居於香港。

NOTICE OF CHANGE OF COMPANY SECRETARY AND DIRECTOR (APPOINTMENT / CESSATION)

For the purposes of sections 645(1), 645(4), 652(1) and 652(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND2A

Introduction

- 1. (a) This form should be used to notify the Registrar of Companies (the Registrar) of the appointment of a company secretary or joint company secretaries (company secretary) or director (including the appointment of an alternate director but excluding the nomination of a reserve director) of a company incorporated in Hong Kong. This form should also be used to notify the Registrar of a company secretary or director (including an alternate director but excluding a reserve director) ceasing to hold office. This form should be delivered to the Registrar for registration within 15 days after the appointment or cessation.
 - (b) Every private company incorporated in Hong Kong must have a company secretary and at least one director who is a natural person. The sole director of a private company must <u>not</u> also be the company secretary of the company. A private company having only one director must <u>not</u> have as company secretary a body corporate the sole director of which is the sole director of the private company. If the private company is a member of a group of companies of which a listed company is a member, the private company cannot appoint a body corporate as its director.
 - (c) Every public company and company limited by guarantee must have a company secretary and at least two directors, one of whom may be the company secretary. A body corporate must <u>not</u> be appointed as a director of these types of companies.
 - (d) Where a private company has only one member and that member is also the sole director of the company, the company may by a resolution passed at a general meeting, despite anything in its articles, nominate a person (other than a body corporate) who has attained the age of 18 years as a reserve director of the company to act in the place of the sole director in the event of his or her death
- Please use the appropriate form to report the following changes —

Types of changes	Forms
Changes in particulars of the company secretary or director (including alternate director) of a local company	Form ND2B
Nomination or cessation of nomination of the reserve director of a local company	Form ND5
Changes in particulars of the reserve director of a local company	Form ND7

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

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Cessation to Act as Company Secretary / Director (Section 2)

- Please indicate the capacity(ies) of the person(s) ceasing to act. In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it was the alternate.
- 8. If the company secretary or director who is a natural person has ceased to hold office and has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nii' in the boxes provided.
- If all the partners in a firm cease to be the joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).
- For a deceased company secretary or director, the date of death should be given as the date of cessation
- 11. Please indicate whether the director or alternate director still holds any directorship(s) (including alternate directorship(s)) after the cessation of appointment. There is no need to complete this item when reporting the cessation of appointment of the company secretary.

Appointment of Company Secretary / Director (Natural Person) (Section 3)

- 12. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate
- 13. (a) Please provide the <u>correspondence address in Hong Kong</u> of the company secretary. Non-Hong Kong addresses or post office box numbers are not acceptable.
 - (b) Please provide the <u>usual residential address</u> of the director. If a non-Hong Kong address is given, please also complete the box for 'Country/ Region'. 'Care of addresses or post office box numbers are not acceptable."
- 14. Please provide the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.
- 15. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of the company secretary or director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
- 16. Please indicate whether the appointee is an existing director or alternate director of the company at the time of appointment. There is no need to complete this item when reporting the appointment of the company secretary.
- Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this
 form

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Appointment of Company Secretary / Director (Body Corporate) (Section 4)

- 18. Please state the capacity(ies) of the appointee(s). If the appointment concerns an alternate director, please state the name(s) of the principal director(s) to whom the appointee is appointed as the alternate.
- 19. If all the partners in a firm are appointed as joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).

- 20. (a) If the company secretary is a body corporate, the address of its registered or principal office in <u>Hong Kong</u> should be given. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.
 - (b) If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses or post office box numbers are not acceptable.
- 21. Please provide the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form ND2B.
- 22. Please indicate whether the appointee is an existing director or alternate director of the company at the time of appointment. There is no need to complete this item when reporting the appointment of the company secretary.
- Every newly appointed director or alternate director must sign the 'Consent to Act as Director' in this form

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

Confirmation (Section 5)

24. The company secretary, who is a natural person, must ordinarily reside in Hong Kong.



更改公司秘書及董事詳情通知書 Notice of Change in Particulars of Company Secretary and Director

表格 ND2B

					公司編號 Company Number
Note	1 2	公司名稱 Company N	ame		
:	C (\$	加涉及超過一名屬自然人的公司	of Company Secretary	/Director (Natural Continuation Sheet A if mor	Person) re than 1 company secretary / director, who
		natural person, is involved) 【時在公司註冊處咎訂	的難情 Particulars Cur	rently Registered wit	th the Companies Registry
		存在適用的空格內加上 號 Pi			,
0		 	公司秘書	董事	候補董事
	С	apacity	Company Secretary	Director	Alternate Director
		中文姓名 ame in Chinese			
		E文姓名 姓s ame in English Surnam			
		名:			
		Other Name			
8		∤分證明			
		lentification			
			香港身分I Hong Kong Identity		護照號碼 Passport Number
		人資料 Presentor's Ref	rence	請勿塡寫本欄 For	Official Use
		Name: Address:			
	電話	Tel:	I真 Fax:		
		Email: Reference:			

表格 ND2B

公司編號	Company Number

2 公司秘書/董事詳情更改 (自然人) (網上頁) Change in Particulars of Company Secretary/Director (Natural Person) (contd)

10	В.	更改詳情 Details of Change(s)
		糖口機都有用冰的頂月 Please complete item/s) wit

a) 中文姓名 Name in Chinese		生效日期 ffective Da	Effective Date			
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(b) 英文姓名 Name in English						
姓氏 Surname	H DD	月MM	年 YY			
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號碼 Number

表 Fo	格 ND2B				公司	編號 Com	pany N	umbe
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	身分 Capacity	□ 公司秘書 Company Secretary		上事 irector		補董事 ternate Dired		
	公司秘書/董事的名称	ß(法人團體)Name of Compa	any Secret	ary/Directo	or (Body C	Corporate)		
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			English					
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	請只填報有更改的項目	Please complete item(s) with	change(s) only				
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	(b) 地址 Address	英文 English						
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(c) 電郵地址 Email Address 13 月MM 年YYYY

本通知書包括下列續頁 This Notice includes the following Continuation Sheet(s)

横頁	Continuation Sheet(s)	Α	В
頁數	Number of pages		

6 簽署 Signed

國家/地區 Country/Region

15

日DD / 月MM / 年YYYY

表格 ND2B Form

續頁	Α		С	or	ıti	nu	ıa	tic	on	S	he	et	Α
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公司編號 Company Number Change in Particulars of Company Secretary / Director (Natural Person) (Section 2)

公司秘書/董事詳情更改 (自然人)(第2項)

	身分	公司秘書	董事			候補1	事		
	Capacity	Company Secretary	Directo	r	ш		ate Direc	tor	
	中文姓名 Name in Chinese								
	英文姓名 姓氏 Name in English Surname								
	名字 Other Names								
	身分證明 Identification			()					
		香港身分 Hong Kong Ident				F	護照場 Passport N		
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		姓氏 Surname					∃ DD	月MM	年Y
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表格 ND2B

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er	公司編號 Compar	公

	請在適用的空格內加上 ✓ 號 Please tick the releva	ant box(es)						′
	身分 公司秘書 Capacity Company		□ 董	# ector		英補董事 Alternate Dire	ctor	
	Сараску	Secretary	Dire	ctor	,	viterriate Dire	Cloi	
	公司秘書/董事的名稱 (法人團體) Na	me of Compan	y Secreta	ry/Dire	ctor (Body	(Corporate)		
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	公司編號 Company Number							
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(公司條例) (香港法例第 622 章) 第 645(4) 及 652(2) 條規定交付的

更改公司秘書及董事詳情涌知書

填表須知 — 表格 ND2B

附註

引言

- 1. 本表格是用以通知公司註冊處處長(「處長」)有關在香港成立爲法團的公司的公司秘書或聯名公司秘書(「公司秘書」)或董事(包括候補董事但不包括備任董事)的詳情更改。如公司的公司秘書登記冊或董事登記冊所載的詳情有任何更改,該公司須在有關詳情更改後的15日內,將更改的通知以本表格交付處長登記。
- 2. 請使用滴當的表格申報下列更改一

更改事項	表格
本地公司董事(包括候補董事) 或公司秘書的委任或停任	表格 ND2A
本地公司備任董事的提名或停任	表格 ND5
本地公司備任董事詳情的更改	表格 ND7

- 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 方式道寫的表格或不會被公司註冊處接納。
- 4. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
- 5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或 親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話,則該 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

現時在公司註冊處登記的詳情 (第 2A 及 3A 項)

- 7. 請述明詳情有所更改者的身分。
- 8. 請填報屬自然人的公司秘書或董事已在公司註冊處登記的香港身分證號碼或護 照號碼,以方便本處識別身分。如該項資料未曾在本處登記,請在有關的空格 內填上「無」。
- 如某商號的所有合夥人爲公司的聯名公司秘書,請在供公司秘書(法人團體)填報 名稱的空格內填報商號名稱。

更改詳情 (第 2B 及 3B 項)

- 10. 請在適當的空格內申報公司秘書或董事的 <u>新群情</u>,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。
- 11. 如申報公司秘書或董事的新增別名,請在空格內將該公司秘書或董事現有的所有別名(包括已在公司註冊處登記的別名)一併填報,以便正確更新紀錄。

- **12.** (a) 請申報屬自然人的公司秘書*在香港的通訊地址*,本處不接納非香港地址或 郵政信箱號碼。
 - (b) 請申報屬自然人的董事的<u>選幣住址</u>。如屬非香港地址,請同時申報「國家 /地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 13. 請提供或更新公司秘書或董事的電郵地址(如有的話)以方便聯絡。如電郵地址其 後有任何更改,亦請以本表格通知公司註冊處。
- 14. 在申報屬法人團體的董事或公司秘書更改名稱時,須列明新的公司全名(即中文及英文名稱)。例如:屬法人團體的董事的名稱加入了新的中文名稱或更改現有的中文名稱而英文名稱沒有任何更改,便須在填報新董事名稱的方格內填上新的或已更改的中文名稱及現有的英文名稱。
- 15. (a) 如公司秘書屬法人團體,請註明其在**香港**的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址或郵政信箱號碼。
 - (b) 如董事屬法人團體,請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址,請同時申報「國家/地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。

NOTICE OF CHANGE IN PARTICULARS OF COMPANY SECRETARY AND DIRECTOR

For the purposes of sections 645(4) and 652(2) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND2B

Introduction

- 1. This form should be used to notify the Registrar of Companies (the Registrar) of any change in particulars of the company secretary or joint company secretaries (company secretary) or director (including an alternate director but excluding a reserve director) of a company incorporated in Hong Kong. This form should be delivered to the Registrar for registration within 15 days after the change in the particulars contained in the company's register of company secretaries or register of directors.
- Please use the appropriate form to report the following changes —

Types of changes	Forms
Appointment or cessation of appointment of the company secretary or director (including an alternate director) of a local company	Form ND2A
Nomination or cessation of nomination of the reserve director of a local company	Form ND5
Changes in particulars of the reserve director of a local company	Form ND7

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

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Particulars Currently Registered with the Companies Registry (Sections 2A and 3A)

- 7. Please indicate the capacity(ies) of the person(s) whose particulars have changed.
- 8. If the company secretary or director who is a natural person has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nii' in the boxes provided.
- 9. If all the partners in a firm are joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).

Details of Change(s) (Sections 2B and 3B)

- 10. Please state only the <u>new particulars</u> of the company secretary or director 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.
- 11. To report the addition of an alias, please also state all the other aliases (including the alias which has been registered with the Companies Registry) of the company secretary or director in the box provided to facilitate correct updating of the record.
- 12. (a) Please provide the <u>correspondence address in Hong Kong</u> of the company secretary who is a natural person. Non-Hong Kong addresses or post office box numbers are not acceptable.
 - (b) Please provide the <u>usual residential address</u> of a director who is a natural person. If a non-Hong Kong address of a director is given, please also complete the box for 'Country/ Region'. 'Care of' addresses or post office box numbers are not acceptable.
- 13. Please provide or update the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing this form.
- 14. For reporting a change of name of a director or company secretary which is a body corporate, please state the new company name in full (i.e. both English and Chinese names). For example, if the name of a director which is a body corporate has been changed by adding a new Chinese name or replacing an old Chinese name without any change in its English name, the existing English name should still be stated together with the new Chinese name in the box provided for the new name of the director.
- 15. (a) If the company secretary is a body corporate, the address of its registered or principal office in <u>Hong Kong</u> should be given. Non-Hong Kong addresses, 'care of addresses or post office box numbers are not acceptable.
 - (b) If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address of the director is given, please also complete the box for 'Country / Region'. 'Care of addresses or post office box numbers are not acceptable.



公司秘書及董事辭職通知書 Notice of Resignation of Company Secretary and Director

表格 ND4

															•
											ı	公司	a 號 Co	mpany Numb	er
# Note															
	1	公司名稱 Con	npany Na	me											
	2	公司秘書/董	事的解職	Resig	nation	of	Comp	any S	Sec	retary / [Direc	ctor			
	Α.	現時在公司註冊	H.成登記:	内詳情 F	articu	lars	Curre	ntly R	egis	stered with	h the	Comp	anies R	egistry	
		請在適用的空格內加」						•	ŭ			•			
		_		_		DOX(E									
6		身分 U	公司秘書 Company		事 irector	Ш	候補重 Alterna			代替 Alter	nate t	0			
			Secretary	D	ilectoi		Directo								
		公司秘書/董事	事的詳情	(自然人) Par	ticul	ars of	Comp	oany	/ Secretar	y / [irecto	r (Natui	ral Person)	
		中文姓名													
		Name in Chinese	L												
		英文姓名 Name in English	姓氏 Surname												
		Name in English	名字			_			_						
			Other Names												
		- A	_												
U		身分證明 Identification								()					
		140			. 3	着	身分證	號碼			-		護照		
		或 OR			Hong K	ong I	dentity C	ard Nu	mber				Passpor	t Number	
				(AL 1 H	-	4!		- 6 0 -				/D!	-4 (D-	d O t -)	
8		公司秘書/董事					cuiars	or Co	mpa	any Secre	tary	/ Direc	ctor (Bo	dy Corporate)
		中文及英文名稱	Chinese a	na Englis	n Name	es									
	В	.辭職詳情 Detai	Is of Resid	ination											
	_		10 01 11001	jiiutioii					_						
		辭職日期 Date of Resignation	on												
		24.0 0. 1.00.ga							_	目 DD		月	MM	年 YYYY	
9		上述董事或候補	普惠在數	聯日期後	,是不	\$ 4Th \$	火擔任	清公 i	可的	促油普惠	成者	車聯化	ን?	是 Yes	
•		Will this director of	or alternate	director (continu	e to l	hold of	fice as	alte	ernate direc	ctor o	r direc	tor	_ ~	
		in this company a	fter the dat	e of resig	nation?									☐ 否 No	
3	提	交人資料 Presei	ntor's Refe	erence				請勿	7填:	寫本欄Fo	r Off	ficial U	se		
		名 Name:													
	地	!址 Address:													
	_														
	_	話 Tel:	1	專真 Fax:											
		郵 Email:													
	16	號 Reference:													

表格	NI		1
Form	Ν	U	4

r
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10 3 辭職通知 Notice of Resignation

請在適用的空格內加上	-	聯	Please tick the relevant box
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請在適	作用的空格內加上 ✓ 號 Please tick the relevant box
	按照上述公司的章程細則或本人與該公司訂立的協議的規定,本人須向該公司發出辭職通知:本人亦已按照該規定發出辭職通知。 I am required by the articles of the above-named Company or by an agreement with the Company to give notice of resignation to the Company and I have given notice of resignation in accordance with the requirement.
	按照上述公司的章程細則或本人與該公司訂立的協議的規定,本人須向該公司發出辭職通知。本人並未按照該規定發出通知,但已將辭職通知的印本送交該公司;或將該通知的電子版發送予該公司;或將該通知留在該公司的註冊辦事處。 I am required by the articles of the above-named Company or by an agreement with the Company to give notice of resignation to the Company. I have not given notice of resignation in accordance with the requirement but I have sent the notice of resignation to the Company in hard copy form or in electronic form, or have left it at the registered office of the Company.

按照上述公司的章程細則或本人與該公司訂立的任何協議	,本人不須向該公司發出
辭職通知。	

I am not required by the articles of the above-named Company or by any agreement with the Company to give notice of resignation to the Company.

⑤ 簽署 Signed	:
--------------------	---

姓名 Name :		日期 Date:					
	辭職的公司秘書/董事 *		∄ DD	/	月MM	/	年 YYYY

Resigning Company Secretary / Director *

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

(公司條例) (香港法例第 622 章) 第 464(3) 及 477(3) 條規定交付的

公司秘書及董事辭職通知書

填表須知 — 表格 ND4

附註

引言

- (a) 辭職的公司秘書或董事(包括候補董事但不包括備任董事)如有合理理由相信公司將不會就其辭職一事以表格 ND2A 通知公司註冊處處長(「處長」),須自行將辭職一事,以本表格通知處長。
 - (b) 辭職的備任董事如有合理理由相信公司將不會就其辭職一事以表格 ND5 通知處長,須自行將辭職一事,以表格 ND8 通知處長。
- 請劃一以中交或英交申報各項所需資料。如以中交申報,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,則該表格不會視作曾爲讓從《公司條例》中有關條文的規定而交付處長。

答署

5. 本表格必須由辭職的公司秘書或董事簽署,公司註冊處不接納未簽妥的表格。

現時在公司註冊處登記的詳情 (第 2A 項)

- 6. 請述明辭職者的身分。如屬候補董事,請註明獲代替行事的董事姓名或名稱。
- 7. 請填報辭職的屬自然人的公司秘書或董事已在公司註冊處登記的香港身分證號碼或 護照號碼,以方便本處識別身分。如該項資料未曾在本處登記,請在有關的空格內填 「無」。
- 如辭職的聯名公司秘書爲某商號的所有合夥人,請在供公司秘書(法人團體) 填報名稱的空格內填上商號名稱。

辭職詳情 (第 2B 項)

請述明董事或候補董事在辭職後,是否仍然擔任其他董事(包括候補董事)職位。如申報公司秘書辭職,則無需填報此項。

辭職通知 (第3項)

10. 如公司的章程細則或與該公司訂立的任何協議,規定辭職的董事或公司秘書向該公司 發出辭職通知,則除非該董事或公司秘書已按照《公司條例》第 464 或 477 條發出 通知,否則該項辭職無效。

NOTICE OF RESIGNATION OF COMPANY SECRETARY AND DIRECTOR

For the purposes of sections 464(3) and 477(3) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND4

Introduction

- (a) A resigning company secretary or director (including an alternate director but excluding a reserve director) should use this form to notify the Registrar of Companies (the Registrar) of his or her or its resignation if there are reasonable grounds for believing that the company will not deliver notice of the resignation in the specified form, Form ND2A, to the Registrar for registration.
 - (b) A resigning reserve director should use Form ND8 to deliver a notice of his or her resignation to the Registrar if there are reasonable grounds for believing that the company will not deliver such a notice in the specified form, Form ND5, to the Registrar for registration.
- 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 will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance.

Signature

This form must be signed by the resigning company secretary or director. A form which is not properly signed will be rejected by the Companies Registry.

Particulars Currently Registered with the Companies Registry (Section 2A)

- 6. Please indicate the capacity(ies) of the person(s) ceasing to act. In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it was the alternate.
- 7. If the resigning company secretary or director, who is a natural person, has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nii' in the boxes provided.
- 8. If all the partners in a firm resigned as joint company secretaries of the company, please state the name of the firm in the box for name of Company Secretary (Body Corporate).

Details of Resignation (Section 2B)

 Please indicate whether the director or alternate director still holds any directorship(s) (including alternate directorship(s)) after the resignation. There is no need to complete this item when reporting the resignation of the company secretary.

Notice of Resignation (Section 3)

10. Please note that where notice of the resignation of a director or the company secretary is required to be given by the articles of the company or by any agreement with the company, the resignation of the director or the company secretary does not have effect unless such notice has been given in accordance with section 464 or 477 of the Companies Ordinance.



更改備任董事通知書(提名/停任)

Notice of Change of Reserve Director (Nomination / Cessation)

表格 Form ND5

						<u> </u>	司編號 Comp	any Numb
ote								
1	公司名稱 Com	pany Name						
2	備任董事的停	任 Cessa	tion to be	Reserve	Director			
Α	. 現時在公司註冊	计處登記 的計	情 Partic	ulars Curi	ently Regi	stered with t	he Companie	s Registry
	中文姓名	Г						
	ヤス姓石 Name in Chinese							
	英文姓名	姓氏						
	Name in English	Surname						
		名字						
		Other Names						
	身分證明 Identification							
	identification			A 800 Bb 78			98 UU UA 11	
		н	合港身 ong Kong Ide	分證號碼 entity Card Nu	mber		護照號和 Passport Nur	
				•			,	
В	. 停任日期 Date of Cessation				Γ			
	Date of Cessatio	on						
						∃ DD	月MM	年 YYYY
3	備任董事的提	名 Nomina	tion of Re	serve Di	ector			
Α	. 獲提名的備任動	i 事的資料 F	articulars	of Reserv	e Director	Nominated		
	中文姓名 Name in Chinese							
	英文姓名	## FE						
	Name in English	姓氏 Surname						
		名字						
		Other Names						
	前用姓名 Provious Names	中文 Chinese						
	前用姓名 Previous Names	中文 Chinese						
		甲文 Chinese 英文 English						
	Previous Names	英文 English						
	Previous Names 交人資料 Presento	英文 English			請勿塡寫	本欄 For Off	icial Use	
姓	Previous Names 交人資料 Presento 名 Name:	英文 English			請勿塡寫	本欄 For Off	icial Use	
姓	Previous Names 交人資料 Presento	英文 English	'		請勿塡寫	本欄 For Off	icial Use	
姓	Previous Names 交人資料 Presento 名 Name:	英文 English	'		請勿塡寫	本欄 For Off	icial Use	
姓	Previous Names 交人資料 Presento 名 Name:	英文 English	,		請勿塡寫	本欄 For Off	icial Use	
姓: 地:	Previous Names 交人資料 Presento 名 Name: 址 Address:	英文 English r's Reference			請勿塡寫	本欄 For Off	icial Use	
姓: 地:	Previous Names 交人資料 Presento 名 Name: 址 Address: 話 Tel:	英文 English			請勿塡寫	本欄 For Off	icial Use	
姓地電電電	Previous Names 交人資料 Presento 名 Name: 址 Address:	英文 English r's Reference			請勿塡寫	本欄 For Off	icial Use	

	表和 For		5						2	公司編 學	Comp	any N	umbe	r
	3	備任董事的	〕提名 ►	Nomination	of Res	erve Dir	ector	(續上頁	(cont'd)					
	A.	獲提名的備	任董事的	資料 Partio	culars o	f Reserv	e Dire	ctor No	minate	d				
		別名	中文											
		Alias	Chinese 英文											
9		As at	English											
		住址 Residential Address												
		Coun	I家/地區 try/Region											
D		電郵地址 Email Address	s Î											
D		身分證明 Ide (a) 香港身分 Hong Kong	證號碼										()
		(b) 護照 Passport		簽發國家 Issuing Country	,									
				號碼 Number										
		提名日期 Date of Nomin	ation			日 DD			月MM			年YYY	v	
P		提示 Advisory Note	董事一般 All direct	T董事均應限 受責任。 cors of the co canies Regist ide.	mpany a	re advise	d to re	ad 'A G	uide on	Director	s' Dutie	s' publ	ished	by
12	В.	接受提名同	意書 A	cceptance o	f Nomin	ation								
		本人接受提名 I accept the nayears.	名爲公司的 omination	的備任董事 as the reserv	,並確認 e directo	本人已 ⁴ or of this o	丰滿 1 compa	8歲。 ny and c	onfirm t	hat I hav	e attain	ed the	age of	f 18
		簽署 Signed	:											
	C.	確認書 Conf	firmation											
		本人確認本公司只有一名成員,而該成員同時亦是公司的唯一董事。 I confirm that the company has only one member who is also the sole director of the company.												
		唯一成員及唯一董事的姓名 Name of the Sole Member and Sole Director												
		中文姓名 Name in Chine	ese											
		英文姓名 Name in Engli	sh	姓氏 Surname										
			Oti	名字 her Names										
6	簽署	Signed :												
	姓名	Name :	P.	/=				□田期□	ate :					
	* :::::::::::::::::::::::::::::::::::::			or/公司秘書		any Secre	etary *			H DD	/ 月№	IM / :	♥ YYY	Y
	胡門問別	去不適用者 Dele	te willcheve	і исез погарріў								第二	T Pag	je 2

(公司條例)(香港法例第 622 章) 第 645(2)、(3) 及(4) 條規定交付的

更改備任董事誦知書(提名/停任)

填表須知 — 表格 ND5

附註

引言

- 1. (a) 在香港成立爲法團的私人公司,如只有一名成員,而該成員同時亦是公司的唯一董事,則不論該公司的章程細則有何規定,公司可藉在成員大會上通過的決議,提名一位年滿 18 歲的人士(須不屬法人團體)爲該公司的備任董事,一旦唯一董事去世,即可代替其行事。
 - (b) 公司必須在提名備任董事或在其停任後的15日內,以本表格通知公司註冊處處長(「處長」)。
 - (c) 公司備任董事的提名在下列情况下失效一
 - (i) 在公司的唯一董事去世前
 - 備任董事已辭去備任董事的職位; 或
 - 該公司在成員大會上撤銷該項提名;或
 - (ii) 該唯一董事因去世以外的理由不再是該公司的唯一成員及唯一董事、例如:
 - 公司的唯一董事辭職。
 - 公司的唯一成員及唯一董事把其持有的股份轉讓。
 - · 公司的成員或董事的人數增至兩名或以上。

公司須以本表格通知處長有關備任董事的停任。

- (d) 在公司的成員或董事轉換後,即使公司仍符合第 455 條所述的條件(即公司只有一名成員,而該成員同時亦是公司的唯一董事),原有備任董事的提名亦告失效,公司須以本表格通知處長有關備任董事的停任。如公司欲再提名該名人士或其他人爲備任董事,有關提名亦必須以本表格通知處長。
- (e) 如備任董事在公司的唯一董事去世後獲委任爲董事,公司須以本表格通知處長該備任董事的停任,並以表格 ND2A 申報該人獲委任爲新董事。
- 2. 請使用適當的表格申報下列更改一

更改事項	表格
備任董事詳情的更改	表格 ND7
本地公司董事(包括候補董事)或公司秘書的委任或停任	表格 ND2A
本地公司董事(包括候補董事) 或公司秘書的詳情的更改	表格 ND2B

 請劃一以中文或英文申報各項所需資料。如以中文申報,請用繁體字。以手寫 方式填寫的表格或不會被公司註冊處接納。

- 4. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
- 5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或 親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話,則該 表格不會視作曾爲遵從《公司條例》中有關條文的規定而交付處長。

簽署

6. 本表格必須由一名董事或公司秘書簽署,公司註冊處不接納未簽妥的表格。

現時在公司註冊處登記的詳情 (第 2A 項)

- 請填報停任的備任董事已在公司註冊處登記的香港身分證號碼或護照號碼,以 方便本處識別身分。如該項資料未曾在本處登記,請在有關的空格內填上「無」。
- 8. 如備任董事去世,請申報其去世目期,作爲停任日期。

備任董事的提名 (第3項)

- 請申報備任董事的<u>通常住址</u>。如屬非香港地址,請同時申報「國家/地區」一欄。本處不接納「轉交」地址或郵政信箱號碼。
- 10. 請提供備任董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改,請以表格 ND7 通知公司註冊處。
- 11. 請申報備任董事的香港身分證號碼。如該人並非香港身分證持有人,請申報其所持護照的號碼及簽發國家。如該人並非香港身分證持有人,亦沒有任何國家的護照,則請在有關的空格內填上「無」。
- 12. 獲提名的備任董事必須在本表格的「接受提名同意書」上簽署。

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》,並熟悉該指引所 概述的董事一般責任。公司應把該指引發給董事參考。該指引可於公司註冊處 網頁(www.cr.gov.hk) 閱覽或下載,印文本亦可於香港金鐘道 66 號金鐘道政府 合署 13 和 14 樓公司註冊處的詢問處索取。

NOTICE OF CHANGE OF RESERVE DIRECTOR (NOMINATION / CESSATION)

For the purposes of sections 645(2), (3) & (4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form ND5

Introduction

- (a) If a private company incorporated in Hong Kong has only one member and that member is the sole director of the company, the company may by a resolution passed at a general meeting, despite anything in its articles, nominate a person (other than a body corporate) who has attained the age of 18 years as a reserve director of the company to act in the place of the sole director in the event of his or her death.
 - (b) When a company nominates a reserve director or when the reserve director ceases to be a reserve director, the company must use this form to notify the Registrar of Companies (the Registrar) within 15 days of such nomination or cessation.
 - (c) The nomination of a person as a reserve director ceases to have effect if
 - before the death of the sole director of the company in respect of whom the person was nominated
 - the person resigns as reserve director; or
 - the company at a general meeting revokes the nomination; or
 - (iii) the director in respect of whom the person was nominated ceases to be the sole member and sole director of the company for any reason other than the death of that director. For example:
 - The sole director resigns.
 - The sole member who is also the sole director transfers his or her shares.
 - The number of members or directors increases to two or more.

The company must use this form to notify the Registrar of the cessation.

- (d) After any change in members or directors, even if the company still satisfies the condition set out in section 455 (i.e. the company continues to have a sole member who is also the sole director), the nomination of the original reserve director will cease to be valid and the company should use this form to notify the Registrar of such cessation of nomination. If the company wishes to nominate the same person or some other person as the new reserve director, this form should be used to notify the Registrar of such nomination.
- (e) If the sole director dies and the reserve director is appointed as a director, the company should use this form to notify the Registrar of the cessation of nomination and use Form ND2A to report the appointment of such person as the new director.
- 2. Please use the appropriate form to report the following changes —

Types of changes	Forms
Changes in particulars of the reserve director	Form ND7
Appointment or cessation of appointment of the company secretary or director (including alternate director) of a local company	Form ND2A
Changes in particulars of the company secretary or director (including alternate director) of a local company	Form ND2B

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

Signature

This form must be signed by a director or the company secretary. A form which is not properly signed will be rejected by the Companies Registry.

Particulars Currently Registered with the Companies Registry (Section 2A)

- 7. If the reserve director who has ceased to hold the post has registered the particulars in respect of his or her Hong Kong Identity Card number or passport number with the Companies Registry, please provide such number for identification purposes. If no such particulars have been registered, please state 'Nii' in the boxes provided.
- 8. For a deceased reserve director, the date of death should be given as the date of cessation.

Nomination of Reserve Director (Section 3)

- Please provide the <u>usual residential address</u> of the reserve director. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of addresses or post office box numbers are not acceptable.
- 10. Please provide the email address of the reserve director, if any, to facilitate electronic communication. If there is any subsequent change in the email address, please notify the Companies Registry by completing Form ND7.
- 11. The Hong Kong Identity Card number or, in the absence of which, the number and issuing country of the passport of the reserve director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.
- 12. The nominated reserve director must sign the 'Acceptance of Nomination' in this form.

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. Companies should provide copies of the Guide to their directors for information and reference. The Guide is accessible on the Companies Registry's website (www.cr.gov.hk). Hard copies are also available at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway. Hong Kong.



更改備任董事詳情通知書 Notice of Change in Particulars of Reserve Director

表格 ND7

公司編號 Company Number

Note										
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	A.	.現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry								
		中文姓名								
		Name in Chinese	L							
		英文姓名	姓氏							
		Name in English	Surname							
			名字 Other Names							
U		身分證明 Identification					()			
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			Hong	香港身分 Kong Identit		lumber			護照號碼 Passport Number	
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	TE 1	Reference:				1				