



公司註冊處  
Companies Registry

# 償付能力陳述書 Solvency Statement

表格  
Form **NSC17**

公司編號 Company Number

註 Note

## 1 公司名稱 Company Name

## 2 陳述 Statement

本人／我們\* 是上述公司的 唯一董事／全體董事\*，現按照《公司條例》第5部第2分部陳述—

**I/We \*, being the sole director/all the directors \* of the company, hereby state in accordance with Division 2 of Part 5 of the Companies Ordinance that —**

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

上述公司建議藉著償付能力陳述，支持以特別決議減少其股本。償付能力陳述是根據《公司條例》第216(1)條作出的。  
**This company is proposing to reduce its share capital by special resolution supported by a solvency statement and this solvency statement is made in accordance with section 216(1) of the Companies Ordinance.**

上述公司建議就贖回或回購本身的股份從資本中撥款作付款。償付能力陳述是根據《公司條例》第259(1)條作出的。  
**This company is proposing to make a payment out of capital in respect of a redemption or buy-back of its own shares and this solvency statement is made in accordance with section 259(1) of the Companies Ordinance.**

## 3 意見 Opinion

本人／我們\* 已查究上述公司的事務狀況及前景，及考慮公司的所有債務(包括或有負債及潛在負債)，並且已得出下列的意見—

**I/We \* have inquired into the company's state of affairs and prospects and taken into account all the liabilities of the company (including contingent and prospective liabilities). I/We \* have formed the opinion that —**

- (a) 在緊接上述第2項的事宜的進行後，將會沒有認定上述公司無能力償付其債項的理由；及  
**Immediately after the transaction in Section 2 above, there will be no ground on which the company could be found to be unable to pay its debts; and**

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

3

### 提交人資料 Presentor's Reference

姓名 Name:  
地址 Address:

電話 Tel: 傳真 Fax:  
電郵 Email:  
檔號 Reference:

### 請勿填寫本欄 For Official Use

--

**3 意見 Opinion** (續上頁 cont'd)

- (b) (i) 如公司的清盤擬在上述第2項事宜的日期後的12個月內展開，在展開清盤後的12個月內，該公司將會有能力悉數償付其債項；或  
**if it is intended to commence the winding up of the company within 12 months after the date of the transaction stated in Section 2 above, the company will be able to pay its debts in full within 12 months after the commencement of the winding up; or**
- (ii) 在任何其他情況，該公司將會有能力償付其在緊接上述第2項事宜後的12個月內到期的債項。  
**in any other case, the company will be able to pay its debts as they become due during the period of 12 months immediately following the date of the transaction stated in Section 2 above.**

**4 唯一董事或全體董事簽署 Signature(s) of the Sole Director or All Directors**

(如空位不足，請用續頁填報 Use Continuation Sheet if the space is insufficient)

5

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

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

--

**唯一董事或全體董事簽署 Signature(s) of the Sole Director or All Directors**

5

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

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

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

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

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

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

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

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

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

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

《公司條例》(香港法例第 622 章)  
第 216(1) 及 259(1) 條規定交付的

償付能力陳述書

填表須知 — 表格 NSC17

附註

引言

1. 如公司計劃 —

- (a) 按照《公司條例》第 5 部第 3 分部第 2 次分部，藉特別決議減少其股本；或  
(b) 按照《公司條例》第 5 部第 4 分部第 6 次分部，從資本中撥款作支付贖回或回購本身的股份，  
公司的所有董事須在通過相關事宜的特別決議前，以本表格作出償付能力陳述。有關的特別決議須在作出償付能力陳述的日期後的 15 日內通過。

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公司註冊處處長(「處長」)並沒有收到該表格的話，則該表格不會視作曾為遵從《公司條例》中有關條文的規定而交付處長。

簽署

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。

**SOLVENCY STATEMENT**

**For the purposes of sections 216(1) and 259(1) of Companies Ordinance (Cap. 622)**

**Notes for Completion of Form NSC17**

**Introduction**

1. If a company proposes to —

- (a) reduce its share capital by special resolution under Subdivision 2 of Division 3 in Part 5 of the Companies Ordinance; or  
(b) make a payment out of capital in respect of a share redemption or buy-back under Subdivision 6 of Division 4 in Part 5 of the Companies Ordinance,

all directors of the company must make a solvency statement in this form before the date of passing the special resolution for the relevant transactions. The related special resolution must be passed within 15 days after the date of the solvency statement.

2. 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 Presenter's Reference. Unless the presenter 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 of Companies (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 **must be** 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.