



公司註冊處  
Companies Registry

出售或轉讓庫存股份申報表  
(上市公司適用)  
Return of Sale or Transfer of  
Treasury Shares  
(For Listed Company Only)

表格  
Form **NSC22**

商業登記號碼  
Business Registration Number

註 Note

1 公司名稱 Company Name

7 2 出售或轉讓庫存股份的日期 Date of Sale or Transfer of Treasury Shares

由 From	<input type="text"/>	<input type="text"/>	<input type="text"/>	至 To	<input type="text"/>	<input type="text"/>	<input type="text"/>
	日 DD	月 MM	年 YYYY		日 DD	月 MM	年 YYYY

3 載列於本申報表內的已出售或轉讓的庫存股份的總數及總代價  
Total Number of and Total Amount of Consideration for Treasury Shares Sold or Transferred included in this Return

8 已出售或轉讓的庫存股份的總數  
Total Number of Treasury Shares Sold or Transferred

9 已出售或轉讓的庫存股份的總代價  
Total Amount of Consideration for the Treasury Shares Sold or Transferred

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

☐ 載列於本申報表內已出售或轉讓的庫存股份的總代價如下:  
The total amount of consideration for the treasury shares sold or transferred included in this Return is:

貨幣單位 Currency	總代價 Total Amount of Consideration

☐ 載列於本申報表內已轉讓的庫存股份並沒有代價 (在此情況不用申報第 4A 及 4B 項)  
The treasury shares transferred included in this Return is for nil consideration (No need to complete Sections 4A and 4B in this situation)

提交人資料 Presentor's Reference

姓名／名稱 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

**9 4 出售或轉讓庫存股份的詳情 Details of Treasury Shares Sold or Transferred**

**A. 以金錢代價出售或轉讓的庫存股份 Treasury Shares Sold or Transferred for Cash Consideration**

出售或轉讓日期 (日/月/年) Date of Sale or Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	所出售或轉讓的 庫存股份數目 Number of Treasury Shares Sold or Transferred	已為每一股份 繳付的款額 Amount Paid for Each Share

**B. 全部或部分以非金錢代價出售或轉讓的庫存股份**

**Treasury Shares Sold or Transferred Wholly or Partly for Non-Cash Consideration**

出售或轉讓日期 (日/月/年) Date of Sale or Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	所出售或轉讓的 庫存股份數目 Number of Treasury Shares Sold or Transferred	已為或視作已為 每一股份繳付的款額 Amount Paid or Regarded as Paid for Each Share

**10 已出售或轉讓的庫存股份的非金錢代價的詳情**

**Details of Non-Cash Consideration for which the Treasury Shares have been Sold or Transferred**

請在適用的空格內加上 ✓ 號，並在續頁 A 申報相關的資料

Please tick the relevant box and complete the particulars in Continuation Sheet A

☐ 如庫存股份是為任何買賣而出售或轉讓 – 為上述買賣而訂立的合約的詳情載列於續頁 A。  
The particulars of the contract for the sale and purchase in respect of which the treasury shares are sold or transferred are listed in Continuation Sheet A.

☐ 如庫存股份是為任何服務或其他非金錢代價而出售或轉讓 – 為上述服務或其他非金錢代價而訂立的合約的詳情載列於續頁 A。  
The particulars of the contract for the services or other non-cash consideration in respect of which the treasury shares are sold or transferred are listed in Continuation Sheet A.

**C. 沒有代價轉讓的庫存股份 Treasury Shares Transferred for Nil Consideration**

轉讓日期 (日/月/年) Date of Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	已轉讓的庫存股份數目 Number of Treasury Shares Transferred

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## 11 5 股本說明 (以緊接出售或轉讓該等庫存股份之後當時的狀況為準)

## 12 Statement of Capital (As at the Time Immediately After the Sale or Transfer of the Treasury Shares)

## A. 股本 Share Capital

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

股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	已發行股份 Issued Shares			
		總數 Total Number	總款額 Total Amount (a)	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up (b)	未繳或視作 未繳的總款額 Total Amount Unpaid or Regarded as Unpaid (a) - (b)

## 13 B. 股份所附帶的權利的詳情 Particulars of Rights Attached to Shares

只適用於發行超過一類股份的公司 Only applicable to company issuing more than 1 class of shares

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

股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	附帶的權利的詳情 (包括表決權; 在分派股息時參與該項分派的權利; 在分派股本時參與該項分派的權利; 該類別股份是否屬可贖回股份) Particulars of Rights Attached (Including voting rights; rights to participate in a distribution as respects dividends; rights to participate in a distribution as respects capital; whether the shares are redeemable)

本申報表包括下列續頁 This Return includes the following Continuation Sheet(s)

續頁 Continuation Sheet(s)	A	B	C
頁數 Number of pages			

## 5 簽署 Signed :

姓名 Name : \_\_\_\_\_  
董事 Director / 公司秘書 Company Secretary \*日期 Date : \_\_\_\_\_  
日 DD / 月 MM / 年 YYYY

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

10

已出售或轉讓的庫存股份的非金錢代價的詳情 (第 4B 項)

**Details of Non-Cash Consideration for which the Treasury Shares have been Sold or Transferred (Section 4B)**

詳情 Particulars

- 11 股本說明 (以緊接出售或轉讓該等庫存股份之後當時的狀況為準)
- 12 Statement of Capital (As at the Time Immediately After the Sale or Transfer of the Treasury Shares)

股本 (第 5A 項)  
Share Capital (Section 5A)

股份的類別 (如普通股／ 優先股等) Class of Shares (e.g. Ordinary／ Preference etc.)	貨幣單位 Currency	已發行股份 Issued Shares			
		總數 Total Number	總款額 Total Amount (a)	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up (b)	未繳或視作 未繳的總款額 Total Amount Unpaid or Regarded as Unpaid (a) - (b)

- 11 股本說明 (以緊接出售或轉讓該等庫存股份之後當時的狀況為準)  
Statement of Capital (As at the Time Immediately After the Sale or Transfer of the Treasury Shares)
- 13 股份所附帶的權利的詳情 (第 5B 項)  
Particulars of Rights Attached to Shares (Section 5B)

股份的類別 (如普通股／ 優先股等) Class of Shares (e.g. Ordinary／ Preference etc.)	附帶的權利的詳情 (包括表決權；在分派股息時參與該項分派的權利； 在分派股本時參與該項分派的權利；該類別股份是否屬可贖回股份) Particulars of Rights Attached (Including voting rights; rights to participate in a distribution as respects dividends; rights to participate in a distribution as respects capital; whether the shares are redeemable)

**《公司條例》(第 622 章)  
第 272F(1) 條規定交付的**

**出售或轉讓庫存股份申報表  
(上市公司適用)**

**填表須知 — 表格 NSC22**

**附註**

**引言**

1. 本表格是用以通知公司註冊處處長(「處長」)有關上市公司(不論其後是否終止上市)根據《公司條例》第 272D(b)條出售或轉讓其任何庫存股份的詳情。該公司須在該項出售或轉讓的日期後的 15 日內，將此申報表交付處長登記。
2. 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. 請提供提交人的資料。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。

**商業登記號碼**

6. 請填報由稅務局轄下的商業登記署所發出的商業登記號碼(即商業登記證號碼的首 8 位數字)，「-」後的數字無須填寫。公司註冊處在 2023 年 12 月 27 日或之後向成立的公司所發出的「公司註冊證明書」，或向經遷冊公司所發出的「遷冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

**出售或轉讓庫存股份的日期 (第 2 項)**

7. 本表格可用作申報在不同日期出售或轉讓的庫存股份的詳情。如表格載列多次出售或轉讓，只須申報載列於表格內的首次及末次出售或轉讓的日期。如表格內只涉及某一日的出售或轉讓，只須在第一個日期空格申報。

**載列於本申報表內的已出售或轉讓的庫存股份的總數及總代價(第 3 項)**

8. 請填報本申報表內載列的已出售或轉讓的庫存股份的總數，有關總數應與第 4A 項、第 4B 項及第 4C 項申報之所有庫存股份的總數相符。
9. 請填報本申報表內載列的已出售或已轉讓庫存股份的總代價。以下例子只供參考。

例：甲乙丙有限公司—

- (i) 在 2025 年 4 月 24 日以金錢代價出售或轉讓 10,000 股普通股庫存股份，每股 2 元；及
- (ii) 在 2025 年 4 月 30 日以金錢代價出售或轉讓 1,000 股優先股庫存股份，每股 1 元；及
- (iii) 在 2025 年 5 月 6 日以非金錢代價出售或轉讓 10,000 股普通股庫存股份，每股 2 元；及
- (iv) 在 2025 年 5 月 7 日沒有代價轉讓 5,000 股普通股庫存股份。

公司可參考以下例子在第 3 至 4 項作出相關申報—

3 載列於本申報表內的已出售或轉讓的庫存股份的總數及總代價

Total Number of and Total Amount of Consideration for Treasury Shares Sold or Transferred included in this Return

已出售或轉讓的庫存股份的總數

Total Number of Treasury Shares Sold or Transferred

26000

已出售或轉讓的庫存股份的總代價

Total Amount of Consideration for the Treasury Shares Sold or Transferred

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

- ☒ 載列於本申報表內已出售或轉讓的庫存股份的總代價如下：

The total amount of consideration for the treasury shares sold or transferred included in this Return is:

貨幣單位 Currency	總代價 Total Amount of Consideration
港元	41000

- ☒ 載列於本申報表內已轉讓的庫存股份並沒有代價 (在此情況不用申報第 4A 及 4B 項)

The treasury shares transferred included in this Return is for nil consideration (No need to complete Sections 4A and 4B in this situation)

4 出售或轉讓庫存股份的詳情 Details of Treasury Shares Sold or Transferred

A. 以金錢代價出售或轉讓的庫存股份 Treasury Shares Sold or Transferred for Cash Consideration

出售或轉讓日期 (日/月/年) Date of Sale or Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	所出售或轉讓的 庫存股份數目 Number of Treasury Shares Sold or Transferred	已為每一股份 繳付的款額 Amount Paid for Each Share
24/04/2025	普通股	港元	10000	2
30/04/2025	優先股	港元	1000	1

B. 全部或部分以非金錢代價出售或轉讓的庫存股份

Treasury Shares Sold or Transferred Wholly or Partly for Non-Cash Consideration

出售或轉讓日期 (日/月/年) Date of Sale or Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	所出售或轉讓的 庫存股份數目 Number of Treasury Shares Sold or Transferred	已為或視作已為 每一股份繳付的款額 Amount Paid or Regarded as Paid for Each Share
06/05/2025	普通股	港元	10000	2

C. 沒有代價轉讓的庫存股份 Treasury Shares Transferred for Nil Consideration

轉讓日期 (日/月/年) Date of Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	已轉讓的庫存股份數目 Number of Treasury Shares Transferred
07/05/2025	普通股	5000



#### **已出售或轉讓的庫存股份的非金錢代價的詳情 (第 4B 項)**

**10. 如庫存股份是以全部或部分屬非金錢代價而出售或轉讓—**

- (a) 如該等庫存股份是為任何買賣而出售或轉讓，請按《公司條例》第272F(2)(c)(ii)(A)條在續頁A述明為上述買賣而訂立的合約的詳情;或
- (b) 如該等庫存股份是為任何服務或其他非金錢代價而出售或轉讓，請按《公司條例》第272F(2)(c)(ii)(B)條在續頁A述明為上述服務或其他非金錢代價而訂立的合約的詳情。

#### **股本說明 (第 5 項)**

- 11. 本表格可用作申報在不同日期所出售或轉讓的庫存股份。股本說明應以緊接載列於本表格內的末次出售或轉讓之後當時的狀況為準。
- 12. 如已出售或轉讓的庫存股份屬有代價的，「已發行股份」中的「總款額」及「已繳或視作已繳的總款額」均應根據相關代價而相應增加，而「未繳或視作未繳的總款額」及「已發行股份的總數」則應維持不變。

#### **股份所附帶的權利的詳情 (第 5B 項)**

**13. 如公司的股本分為不同類別的股份，請就每一類別的股份述明該類別股份—**

- (a) 所附帶的表決權的詳情，包括只在某些情況下產生的權利；
- (b) 所附帶的、在分派股息時參與該項分派的權利的詳情；
- (c) 所附帶的、在分派股本時(包括在進行清盤時)參與該項分派的權利的詳情；及
- (d) 是否屬可贖回股份。

**RETURN OF SALE OR TRANSFER OF TREASURY SHARES**  
**(FOR LISTED COMPANY ONLY)**

**For the purposes of section 272F(1) of Companies Ordinance (Cap. 622)**

**Notes for Completion of Form NSC22**

**Introduction**

1. This form should be used to notify the Registrar of Companies (the Registrar) of the details of the sale or transfer of any of the treasury shares of a listed company (whether or not it has been subsequently delisted) under section 272D(b) of the Companies Ordinance. The company should deliver this form to the Registrar for registration within 15 days after the date of the sale or transfer.
2. 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**

5. 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.

**Business Registration Number**

6. Please provide the business registration number (i.e. the first 8 digits of the Business Registration Certificate number) issued by the Business Registration Office of the Inland Revenue Department. The numbers after [-] are not required. For companies incorporated on or after 27 December 2023 or re-domiciled companies, the business registration number is also adopted as the "No." on the "Certificate of Incorporation" or "Certificate of Re-domiciliation" issued by the Companies Registry respectively.

**Date of Sale or Transfer of Treasury Shares (Section 2)**

7. This form may be used for reporting treasury shares sold or transferred on different dates. If sale or transfer of treasury shares on more than one date has been included in the form, please enter only the first and last dates of the sale or transfer included in the form. If only one date is involved, please enter it in the first date box.

**Total Number of and Total Amount of Consideration for Treasury Shares Sold or Transferred included in this Return (Section 3)**

8. Please report the total number of treasury shares sold or transferred. The relevant total number should be consistent with the total number of all treasury shares reported in Sections 4A, 4B and 4C.
9. Please report the total amount of consideration for the treasury shares sold or transferred reported in the form. An example is provided below for reference only.

e.g. ABC Company Limited --

- (i) sold or transferred 10,000 ordinary shares which were treasury shares for cash consideration at the price of \$2 each on 24 April 2025; and
- (ii) sold or transferred 1,000 preference shares which were treasury shares for cash consideration at the price of \$1 each on 30 April 2025; and
- (iii) sold or transferred 10,000 ordinary shares which were treasury shares for non-cash consideration at the price of \$2 each on 6 May 2025; and
- (iv) transferred 5,000 ordinary shares which were treasury shares for nil consideration on 7 May 2025.

The company can make reference to the example below for reporting the relevant details in Sections 3 to 4.

**3 載列於本申報表內的已出售或轉讓的庫存股份的總數及總代價**

**Total Number of and Total Amount of Consideration for Treasury Shares Sold or Transferred included in this Return**

已出售或轉讓的庫存股份的總數

**Total Number of Treasury Shares Sold or Transferred**

26000

已出售或轉讓的庫存股份的總代價

**Total Amount of Consideration for the Treasury Shares Sold or Transferred**

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

☒ 載列於本申報表內已出售或轉讓的庫存股份的總代價如下：

**The total amount of consideration for the treasury shares sold or transferred included in this Return is:**

貨幣單位 Currency	總代價 Total Amount of Consideration
HKD	41000

☒ 載列於本申報表內已轉讓的庫存股份並沒有代價 (在此情況不用申報第 4A 及 4B 項)

**The treasury shares transferred included in this Return is for nil consideration (No need to complete Sections 4A and 4B in this situation)**

**4 出售或轉讓庫存股份的詳情 Details of Treasury Shares Sold or Transferred**

**A. 以金錢代價出售或轉讓的庫存股份 Treasury Shares Sold or Transferred for Cash Consideration**

出售或轉讓日期 (日/月/年) Date of Sale or Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	所出售或轉讓的 庫存股份數目 Number of Treasury Shares Sold or Transferred	已為每一股份 繳付的款額 Amount Paid for Each Share
24/04/2025	Ordinary	HKD	10000	2
30/04/2025	Preference	HKD	1000	1

**B. 全部或部分以非金錢代價出售或轉讓的庫存股份**

**Treasury Shares Sold or Transferred Wholly or Partly for Non-Cash Consideration**

出售或轉讓日期 (日/月/年) Date of Sale or Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	貨幣單位 Currency	所出售或轉讓的 庫存股份數目 Number of Treasury Shares Sold or Transferred	已為或視作已為 每一股份繳付的款額 Amount Paid or Regarded as Paid for Each Share
06/05/2025	Ordinary	HKD	10000	2

**C. 沒有代價轉讓的庫存股份 Treasury Shares Transferred for Nil Consideration**

轉讓日期 (日/月/年) Date of Transfer (DD/MM/YYYY)	股份的類別 (如普通股/ 優先股等) Class of Shares (e.g. Ordinary/ Preference etc.)	已轉讓的庫存股份數目 Number of Treasury Shares Transferred
07/05/2025	Ordinary	5000

**Details of Non-Cash Consideration for which the Treasury Shares have been Sold or Transferred (Section 4B)**

10. If the treasury shares were sold or transferred for consideration which is wholly or partly non-cash, please state —
- (a) the particulars of the contract for sale and purchase in respect of which the shares are sold or transferred pursuant to section 272F(2)(c)(ii)(A) of the Companies Ordinance in Continuation Sheet A; or
  - (b) the particulars of the contract for the services or other non-cash consideration in respect of which the shares are sold or transferred pursuant to section 272F(2)(c)(ii)(B) of the Companies Ordinance in Continuation Sheet A.

**Statement of Capital (Section 5)**

11. This form can be used to report the particulars of treasury shares sold or transferred on different dates. The Statement of Capital should reflect the share capital of the company as at the time immediately after the last sale or transfer of the treasury shares included in the form.
12. If the treasury shares were sold or transferred for a consideration, the "Total Amount" and "Total Amount Paid up or Regarded as Paid up" in the "Issued Shares" should be increased according to the relevant amount of consideration, while the "Total Amount Unpaid or Regarded as Unpaid" and "Total Number of Issued Shares" should remain unchanged.

**Particulars of Rights Attached to Shares (Section 5B)**

13. If the share capital of the company is divided into different classes of shares, please state for each class of shares —
- (a) the particulars of any voting rights attached to shares in that class, including rights that arise only in certain circumstances;
  - (b) the particulars of any rights attached to shares in that class, as respects dividends, to participate in a distribution;
  - (c) the particulars of any rights attached to shares in that class, as respects capital, to participate in a distribution (including on a winding up); and
  - (d) whether or not shares in the class are redeemable shares.