

**《公司條例》(香港法例第 622 章)
第 166(1) 條規定的**

有關取消原有股份證明書及發出新股份證明書的公告

填表須知 — 表格 NS4

附註

1. 凡上市公司按照《公司條例》第 165 條發出新股份證明書，該公司須按照該條例第 166(1)條的規定，以指明格式公布及刊登公告。本表格是用以公布及刊登此項公告時使用。
2. 請在適當的空位內述明以下資料—
 - (a) 於原有股份證明書被取消及新股份證明書發出之前，在公司成員登記冊所載該等股份的登記持有人的姓名／名稱；
 - (b) 原有股份證明書的編號；
 - (c) 股份的識別號碼(如號碼不適用，請刪去此欄)；
 - (d) 股份的數目，即股份的數量；
 - (e) 股份的類別，即普通股、優先股、遞延股或其他類別；
 - (f) 獲發給新股份證明書的人的姓名／名稱；及
 - (g) 新股份證明書的編號。



Companies Registry

Form **NS4**

**Notice of Cancellation of
Original Share Certificate and
Issue of New Certificate**

Company Number

Note

Company Name

2

NOTICE is hereby given that pursuant to the provisions of section 165 of the Companies Ordinance, the above-mentioned Company has cancelled the following share certificates :

Registered Holder (a)	Certificate Number (b)	Distinguishing Number (c)	Number of Shares (d)	Class of Shares (e)

and having cancelled such certificates, the Company has issued the following new share certificates :

Holder of New Share Certificate (f)	New Certificate Number (g)	Distinguishing Number (c)	Number of Shares (d)	Class of Shares (e)

A copy of this Notice has been delivered to the Stock Exchange of Hong Kong Limited.

Date : _____

(Name)
Company Secretary / Share Registrar *
of

(Name of Company)

* Delete whichever does not apply

Specification No. 1/2014 (March 2014)

**NOTICE OF CANCELLATION OF ORIGINAL SHARE CERTIFICATE
AND ISSUE OF NEW CERTIFICATE**

For the purposes of section 166(1) of the Companies Ordinance (Cap. 622)

Notes for Completion of Form NS4

1. A listed company that issues a new share certificate under section 165 of the Companies Ordinance must publish a notice in the specified form in accordance with section 166(1). This form should be used for the publication of the notice.
2. Please state the following in the appropriate space —
 - (a) the name of the person who appeared in the Register of Members of the Company as registered holder of the shares prior to the cancellation of the original share certificates and issue of the new certificates;
 - (b) the original share certificate numbers;
 - (c) the distinguishing numbers of the shares (If the numbers are not applicable, please delete the column);
 - (d) number, i.e. quantity of shares;
 - (e) class of shares, i.e. Ordinary, Preference, Deferred or as appropriate;
 - (f) the name of the person to whom the new share certificates have been issued; and
 - (g) the new share certificate numbers.



公司註冊處
Companies Registry

股份配發申報書 Return of Allotment

表格
Form **NSC1**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 配發股份的日期 Date of Allotment

由 From

日 DD月 MM年 YYYY

至 To

日 DD月 MM年 YYYY

3 是次股份配發的總款額 Totals of this Allotment

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

- ☐ 上述公司的已發行股本因是次配發股份而增加的款額如下：
As a result of this allotment, the company's issued share capital is increased by the following amount:

貨幣單位 Currency	款額 Amount

- ☐ 上述公司的已發行股本並未因是次配發股份而增加(在此情況不用申報第 4 項)
The company's issued share capital is not increased as a result of this allotment. (No need to complete Section 4 in this situation)

4 配發股份的詳情 Details of Shares Allotted

A. 以金錢代價配發的股份 Shares Allotted for Cash Consideration

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	所配發的 股份數目 Number of Shares Allotted	已為或視作已為 每一股份繳付的款額 Amount Paid or Regarded as Paid on Each Share	尚未為或視作尚未為 每一股份繳付的款額 Amount Unpaid or Regarded as Unpaid on Each Share

3 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

電話 Tel:
電郵 Email:
檔號 Reference:

傳真 Fax:

4 配發股份的詳情 Details of Shares Allotted (續上頁 cont'd)

B. 全部或部分以非金錢代價配發的股份 Shares Allotted Wholly or Partly for Non-Cash Consideration

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	所配發的 股份數目 Number of Shares Allotted	已為或視作已為 每一股份繳付的款額 Amount Paid or Regarded as Paid on Each Share	尚未為或視作尚未為 每一股份繳付的款額 Amount Unpaid or Regarded as Unpaid on Each Share

7

C. 股份配發的非金錢代價的詳情

Details of Non-cash Consideration for which the Shares have been Allotted

請在適用的空格內加上「✓」號，並在「詳情」一欄申報相關的資料
Please tick the relevant box and complete the box for "Particulars"

- ☐ 公司以非金錢代價根據《公司條例》第 13 部第 2 分部作出的安排進行股份配發，詳情如下：
Shares are allotted for non-cash consideration under an arrangement made under Division 2 of Part 13 of the Companies Ordinance. The particulars are listed below.
- ☐ 所配發股份已入帳列為已繳足股款(不論有否經過資本化)，詳情如下：
Shares allotted are credited as fully paid up whether on or without a capitalization. The particulars are listed below.
- ☐ 公司以非金錢代價配發上述股份，該配發關乎《公司條例》第 142(2)(d)(iii) 條所述的合約，而該合約是以書面形式訂立。詳情如下：
Shares are allotted wholly or partly for non-cash consideration in respect of a written contract mentioned in section 142(2)(d)(iii) of the Companies Ordinance. The particulars are listed below.

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

- ☐ 公司以非金錢代價配發上述股份，該配發關乎《公司條例》第 142(2)(d)(iii)條所述的合約，而該合約並非以書面形式訂立。現隨本表格附上載有該合約細則的附表一。
Shares are allotted for non-cash consideration in respect of a contract mentioned in section 142(2)(d)(iii) of the Companies Ordinance. The contract is not reduced to writing. A Schedule 1 containing the particulars of the contract is attached to this form.

5 獲配發股份者的詳情 Details of Allottee(s)

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

股份類別
Class of Shares

配發此類別股份的總數
Total Shares Allotted for this Class

姓名／名稱 Name	地址 Address	獲配發股份的數目 No. of Shares Allotted

6 股本說明（以股份配發的日期的狀況為準）
Statement of Capital (As at the Date of the Allotment of Shares)

A. 股本 Share Capital (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.)	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)

9 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 D 填報 Use Continuation Sheet D 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)

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

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

簽署 Signed :

姓名 Name : _____ 日期 Date : _____
董事 Director／公司秘書 Company Secretary *

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

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7 配發股份的非金錢代價關乎《公司條例》第142(2)(d)(iii)條所述的合約

(若配發的合約並非以書面形式訂立)

Non-cash consideration for which shares have been allotted in respect of a contract mentioned in section 142(2)(d)(iii) of the Companies Ordinance

(Where the contract for allotting shares is not reduced to writing)

- A. 如作出該項配發是作為清償全部或部分財產的買價，請述明該項財產以及清償買價的詳情：
If the allotment is made in satisfaction or part satisfaction of the purchase price of property, please describe the property and the details as regards how the purchase price is to be satisfied :

(1) 財產的簡述

Brief description of property

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(2) 買價

Purchase price

	股份數目 Number of Shares	貨幣單位 Currency	款額 Amount
(a) 以非金錢支付股款而獲配發股份所 付代價的總款額 Total amount of consideration paid for shares allotted otherwise than in cash			
(b) 現金 Cash			
(c) 購買人所解除的債項或所承擔的債務的款額 (包括按揭及購買人就收購財產所解除的債項 或所承擔的債務) Amount of debt released or liabilities assumed by the purchaser (including mortgages and any debts released or liabilities assumed by the purchaser on the property acquired)			
總買價 Total purchase price			

- B. 如配發該等股份的代價為服務或非上文第 A 項所述的其他代價，請述明該項代價的性質，以及所配發股份的數目

If the consideration for the allotment of such shares is services, or any consideration other than that mentioned in Section A above, please state the nature of such consideration and the number of shares so allotted

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C. 上文第 A 項所述財產的總買價的細目分類：
Breakdown of the total purchase price of the property mentioned in Section A above：

	貨幣單位 Currency	款額 Amount
(1) 永久業權財產的法定產業權及在永久業權財產上的固定工業裝置及機械及其他固定裝置 (凡該等財產是在按揭的規限下出售，應列明總價值。) Legal estates in freehold property and fixed plant and machinery and other fixtures thereon (Where such properties are sold subject to mortgage, the gross value should be shown.)		
(2) 批租土地財產的法定產業權 (凡該等財產是在按揭的規限下出售，應列明總價值。) Legal estates in leasehold property (Where such properties are sold subject to mortgage, the gross value should be shown.)		
(3) 批租土地財產上的固定工業裝置及機械 Fixed plant and machinery on leasehold property		
(4) 永久業權財產或批租土地財產的衡平法權益 (凡該等財產是在按揭的規限下出售，應列明總價值。) Equitable interests in freehold or leasehold property (Where such properties are sold subject to mortgage, the gross value should be		
(5) 活動工業裝置及機械、商品存貨及其他資產 Loose plant and machinery, stock-in-trade, and other chattels		
(6) 商譽及合約的利益 Goodwill and benefit of contracts		
(7) 專利、設計、商標、特許、版權等 Patents, designs, trade marks, licences, copyrights, etc.		

[illegible]

款額
Amount

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- 7 股份配發的非金錢代價的詳情 (第 4C 項)
Details of Non-cash Consideration for which the Shares have been Allotted (Section 4C)

詳情 Particulars

獲配發股份者的詳情 (第 5 項)

Details of Allottee(s) (Section 5)

股份類別

Class of Shares

配發此類別股份的總數

Total Shares Allotted for this Class

姓名／名稱 Name	地址 Address	獲配發股份的數目 No. of Shares Allotted

9 股本說明（以股份配發的日期的狀況為準）

Statement of Capital (As at the Date of the Allotment of Shares)

股本（第 6A 項）

Share Capital (Section 6A)

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)

- 8 股本說明（以股份配發的日期的狀況為準）
Statement of Capital (As at the Date of the Allotment of Shares)
- 9 股份所附帶的權利的詳情（第 6B 項）
Particulars of Rights Attached to Shares (Section 6B)

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》(香港法例第 622 章)
第 142(1) 條規定交付的**

股份配發申報書

填表須知 — 表格 NSC1

附註

引言

1. 本表格是用以通知公司註冊處處長(「處長」)有關股份有限公司配發股份的詳情，並須在股份配發後的 1 個月內交付處長登記。
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》中有關係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。

配發股份的日期 (第 2 項)

6. 本表格可用作申報在某一日或某一段期間內(一個月內)所作出的股份配發。如曾在一段期間內作出多次配發，只須申報首次及末次配發的日期。如只在某一日作出配發，請在第一個日期空格申報。

股份配發的非金錢代價的詳情 (第 4C 項)

7. (a) 如公司全部或部分為非金錢代價而按根據《公司條例》第 13 部第 2 分部作出的安排進行配發，請述明載有認許該安排的原訟法庭的命令的詳情。
(b) 如配發的股份已入帳列為已繳足股款(不論有否經過資本化)，請述明視作已為每一股份繳付的款額及載有授權進行該項資本化或配發的決議的詳情。
(c) 如在任何其他情況下全部或部分為非金錢代價而進行配發，請根據《公司條例》第 142(2)(d)(iii)條述明該等股份配發所關乎的售賣合約的詳情，或為服務或其他代價而訂立的合約的詳情。
(d) 如公司全部或部分為非金錢代價配發股份，而該股份配發所關乎《公司條例》第 142(2)(d)(iii)條所述的合約並非以書面形式訂立，公司在交付本表格時，須填寫並附上載有該合約細則的附表一。

股本說明 (第 6 項)

8. 如本表格是用作申報某一段期間內所作出的配發，股本說明應以股份末次配發的日期的狀況為準。

股份所附帶的權利的詳情 (第 6B 項)

9. 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 ALLOTMENT

For the purposes of section 142(1) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC1

Introduction

1. This form should be used to notify the Registrar of Companies (the Registrar) of the allotment of shares by a company limited by shares. It should be delivered to the Registrar for registration within one month after an allotment of shares.
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 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 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.

Date of Allotment (Section 2)

6. This form may be used for allotments made on a single day or over a period of time (within one month). If more than one allotment has been made over a period of time, please enter only the first and last dates that apply. If only one date is applicable, please enter it in the first date box.

Details of Non-cash Consideration for which the Shares have been Allotted (Section 4C)

7.
 - (a) In the case of an allotment wholly or partly for non-cash consideration under an arrangement made under Division 2 of Part 13 of the Companies Ordinance, please state the particulars of the order of the Court sanctioning the arrangement.
 - (b) Where shares allotted are credited as fully paid up whether on or without a capitalization, please state the amount regarded as paid on each share and the particulars of the resolution authorizing the capitalization or allotment.
 - (c) In any other case of an allotment of shares wholly or partly for non-cash consideration, please state the particulars of the contract for sale, or for services or other consideration in respect of which the shares were allotted pursuant to section 142(2)(d)(iii) of the Companies Ordinance.
 - (d) Where shares are allotted wholly or partly for non-cash consideration in respect of a contract mentioned in section 142(2)(d)(iii) of the Companies Ordinance which is not reduced to writing, please complete and attach to this form a Schedule 1 containing the particulars of the contract.

Statement of Capital (Section 6)

8. Where the form is used for allotments made over a period of time, the Statement of Capital should reflect the share capital of the company as at the last date of allotment.

Particulars of Rights Attached to Shares (Section 6B)

9. 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.



公司註冊處
Companies Registry

贖回或回購股份申報表
Return of Share Redemption or Buy-back

表格
Form **NSC2**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

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2 公司贖回或回購股份的詳情
Details of Shares Redeemed or Bought Back

上市公司須申報下列各項 Listed company must complete this Section				
股份的類別 (如普通股／ 優先股等) Class of Shares (e.g. Ordinary／ Preference etc.)	股份的數目 Number of Shares	股份交付 公司的日期 Date on which the Shares were Delivered to the Company (日 DD / 月 MM / 年 YYYY)	該等股份繳付 的最高價格 Maximum Price Paid for the Shares	該等股份繳付 的最低價格 Minimum Price Paid for the Shares
為該等股份繳付的總款額 Aggregate Amount Paid for the Shares				
貨幣單位 Currency			款額 Amount	

3 付款詳情 (在贖回或回購所需資金是從資本中撥出的情況下)
Particulars of Payment (In the Case of a Redemption or Buy-back Financed by a Payment out of Capital)

所需資金的款額 Amount of the Payment		付款日期 Date of Payment			
		日 DD 月 MM 年 YYYY			

3 提交人資料 Presenter's Reference	請勿填寫本欄 For Official Use
姓名 Name: 地址 Address: 電話 Tel: 電郵 Email: 傳號 Reference:	

4 股本說明 (以緊接贖回或回購股份後的時間的狀況為準)
Statement of Capital (As at the Time Immediately After the Redemption or Buy-back)

A. 股本 Share Capital (如空位不足，請用續頁 A 填報 Use Continuation Sheet A 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)

6 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 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.)	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
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

股本說明（以緊接贖回或回購股份後的時間的狀況為準）

Statement of Capital (As at the Time Immediately After the Redemption or Buy-back)

股本（第 4A 項）

Share Capital (Section 4A)

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)

股本說明（以緊接贖回或回購股份後的時間的狀況為準）
Statement of Capital (As at the Time Immediately After the Redemption or Buy-back)

6 股份所附帶的權利的詳情（第 4B 項）
Particulars of Rights Attached to Shares (Section 4B)

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》(香港法例第 622 章)
第 270(1) 條規定交付的**

贖回或回購股份申報表

填表須知 — 表格 NSC2

附註

引言

1. 公司在贖回或回購任何股份後，必須在該等股份交付公司的日期後的 15 日內，將本申報表交付公司註冊處處長(「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。

股份所附帶的權利的詳情 (第 4B 項)

6. 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 SHARE REDEMPTION OR BUY-BACK

For the purposes of section 270(1) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC2

Introduction

1. Where a company redeems or buys back any shares, it must, within 15 days after the date on which the shares are delivered to the company, deliver a return in this form to the Registrar of Companies (the Registrar) for registration.
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 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 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.

Particulars of Rights Attached to Shares (Section 4B)

6. 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 that class are redeemable shares.



公司註冊處
Companies Registry

向原訟法庭申請撤銷
從資本中撥款作付款的特別決議通知書

Notice of Application to Court for
Cancellation of Special Resolution for
Payment out of Capital

表格
Form **NSC3**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 申請要求撤銷從資本中撥款作付款的特別決議
Application for Cancellation of Special Resolution for Payment out of Capital

上述公司現通知：有人已向原訟法庭提出申請，要求撤銷從公司的資本中撥款作付款贖回或回購公司本身的股份的特別決議。

This company gives notice that an application has been made to the Court for cancellation of the special resolution for payment out of capital in respect of the redemption or buy-back of the company's own shares.

申請書送達公司的日期
The Day on which the Application is
Served on the Company

日 DD	月 MM	年 YYYY

5 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

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

**《公司條例》(香港法例第 622 章)
第 263(4) 條規定交付的**

**向原訟法庭申請撤銷
從資本中撥款作付款的特別決議通知書**

填表須知 — 表格 NSC3

附註

引言

1. 如公司通過一項特別決議，批准公司從資本中撥款作付款贖回或回購本身的任何股份，則公司成員(已同意或已表決贊成有關決議的成員除外)或債權人均可在該項特別決議的日期後的 5 個星期內，向原訟法庭提出申請要求撤銷該項決議。如有人提出申請，公司須在申請書送達該公司的日期後的 7 日內，以本表格向公司註冊處處長(「處長」)發出關於該項申請的通知。
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為遵從《公司條例》中有關係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 APPLICATION TO COURT FOR CANCELLATION OF
SPECIAL RESOLUTION FOR PAYMENT OUT OF CAPITAL**

For the purposes of section 263(4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC3

Introduction

1. Where a company passes a special resolution approving a payment out of capital for the redemption or buy-back of any of its own shares, a member (other than one who consented to or voted in favour of the special resolution) or creditor of the company may within 5 weeks after the date of the special resolution apply to the Court for cancellation of the resolution. If an application is made, the company must give notice of the application to the Registrar of Companies (the Registrar) in this form within 7 days after the day on which the application is served on the company.
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 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.



公司註冊處
Companies Registry

支付獲批准的佣金通知書
Notice of Permitted Share Commission

表格
Form **NSC6**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 批准支付佣金的章程細則
Company's Article Authorizing Payment of Commission

章程細則第 條
Article No.

3 為認購／同意認購／促致認購／同意促致認購公司的股份而須支付的佣金
Commission for Subscribing / Agreeing to Subscribe / Procuring Subscriptions /
Agreeing to Procure Subscriptions for Shares in the Company

佣金的款額
Amount of Commission

或 OR

佣金率
Rate of Commission

 %

4 有關的人為收取佣金而同意無條件地認購的
股份(如有的話)的數目
Number of Shares (if any) that Persons have Agreed for
a Commission to Subscribe for Absolutely

5 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

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

**《公司條例》(香港法例第 622 章)
第 148(2)(c)(i) 條規定交付的**

支付獲批准的佣金通知書

填表須知 — 表格 NSC6

附註

引言

1. 如《公司條例》第148(2)條的條件獲符合，公司可支付佣金予某人作為代價，以交換該人認購該公司的股份，或同意如此認購該等股份，或促使或同意促使認購該公司的股份。如公司沒有向公眾人士作出認購有關股份的要約，公司須在支付有關款項前交付本表格予公司註冊處處長(「處長」)登記，以披露佣金的款額或佣金率及有關的人為收取佣金而同意無條件地認購的股份(如有的話)的數目。
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。

NOTICE OF PERMITTED SHARE COMMISSION

For the purposes of section 148(2)(c)(i) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC6

Introduction

1. If the conditions in section 148(2) of the Companies Ordinance are satisfied, a company may pay a commission to a person in consideration of the person subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions for shares in the company. If the shares are not offered to the public for subscription, the company should, before making the payment, deliver to the Registrar of Companies (the Registrar) for registration a notice in this form disclosing the amount or rate of the commission and the number of shares (if any) that persons have agreed for a commission to subscribe for absolutely.
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 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.



公司註冊處
Companies Registry

向原訟法庭申請限制為購入股份
而提供資助的通知書
Notice of Application to Court for Restraining
the Giving of Financial Assistance for
Acquisition of Shares

表格
Form **NSC9**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

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2 申請限制為購入股份而提供資助
Application for Restraining the Giving of Financial Assistance for Acquisition of Shares

上述公司現通知：有人已向原訟法庭提出申請，尋求一項限制公司為購入其股份或其控股公司的股份而提供資助的命令。
This company gives notice that an application has been made to the Court for an order restraining the giving of financial assistance for acquisition of shares in the company or its holding company.

申請書送達公司的日期
The Day on which the Application is
Served on the Company

日 DD	月 MM	年 YYYY

6 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

9 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

**《公司條例》(香港法例第 622 章)
第 286(5) 條規定交付的**

**向原訟法庭申請限制為購入股份
而提供資助的通知書**

填表須知 — 表格 NSC9

附註

引言

1. 凡公司根據《公司條例》第 285(1)(d) 條的規定，通過一項決議，批准公司為購入其股份或其控權公司的股份而提供資助，或為減少或解除為該項購入而招致的債務而提供資助，則合資格的公司成員可根據《公司條例》第 286 條，在該項決議的日期後的 28 日內，向原訟法庭提出申請，尋求一項限制提供資助的命令。如有成員提出該項申請，公司須在申請書送達該公司的日期後的 7 日內，以本表格通知公司註冊處處長(「處長」)關於該項申請。
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。

**NOTICE OF APPLICATION TO COURT FOR RESTRAINING THE GIVING OF
FINANCIAL ASSISTANCE FOR ACQUISITION OF SHARES**

For the purposes of section 286(5) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC9

Introduction

1. Where a company passes a resolution approving the giving of financial assistance by the company for the acquisition of a share in the company or its holding company or for reducing or discharging a liability incurred for such an acquisition under section 285(1)(d) of the Companies Ordinance, eligible members of the company may, within 28 days after the day on which the resolution is passed, apply to the Court under section 286 of the Companies Ordinance for an order restraining the giving of financial assistance. If an application is made, the company must give notice to the Registrar of Companies (the Registrar) in this form within 7 days after the day on which the application is served on the company.
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 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.



公司註冊處
Companies Registry

更改股本通知書 Notice of Alteration of Share Capital

表格
Form **NSC11**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 更改股本的詳情 Details of Alteration of Share Capital

A. 生效日期 Effective Date

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

B. 更改詳情 Details of Alteration

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

☐ 上述公司的已發行股本因是次股本的更改而增加。
This company's issued share capital is increased by this alteration.

增加的款額 Amount of the increase

4

提交人資料 Presentor's Reference

姓名 Name:

地址 Address:

電話 Tel:

電郵 Email:

權號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

3 股本說明（以更改股本的日期的狀況為準）
Statement of Capital (As at the Date of the Alteration of Share Capital)

A. 股本 Share Capital（如空白不足，請用續頁 A 填報 Use Continuation Sheet A 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)

7 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

（如空白不足，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.)	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)

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

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

6 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

股本說明（以更改股本的日期的狀況為準）

Statement of Capital (As at the Date of the Alteration of Share Capital)

股本（第 3A 項）

Share Capital (Section 3A)

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)

股本說明（以更改股本的日期的狀況為準）

Statement of Capital (As at the Date of the Alteration of Share Capital)

7股份所附帶的權利的詳情（第 3B 項）

Particulars of Rights Attached to Shares (Section 3B)

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》(香港法例第 622 章)
第 171 (1)條規定交付的**

更改股本通知書

填表須知 — 表格 NSC11

附註

引言

1. 根據《公司條例》第 170 條，有限公司可藉以下的任何一種或多於一種方式，更改其股本—
 - (a) 配發及發行新股份，以增加其股本；
 - (b) 在沒有配發及發行新股份的情況下，增加其股本，但前提是增加股本所需的資金或其他資產，是由該公司的成員提供的；
 - (c) 在有或沒有配發及發行新股份的情況下，將其利潤資本化；
 - (d) 在有或沒有增加其股本的情況下，配發及發行紅股；
 - (e) 將其全部或任何股份，轉換為更大或更小數目的股份；
 - (f) 取消以下股份—
 - (i) 截至關乎取消股份的決議通過當日，尚未獲任何人承購或同意承購的股份；或
 - (ii) 被沒收的股份。

除股本更改涉及股份配發外，公司須在根據第 170 條更改其股本後的一個月內，將關於該項更改的通知，以本表格交付公司註冊處處長(「處長」)登記。

2. 如股本更改涉及股份配發，公司無需以本表格通知處長。《公司條例》第 142 條就股份的配發，規定公司須將股份配發申報書(表格 NSC1)交付處長登記。
3. 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為遵從《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。

股份所附帶的權利的詳情 (第 3B 項)

7. 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。

NOTICE OF ALTERATION OF SHARE CAPITAL

For the purposes of section 171(1) of Companies Ordinance (Cap.622)

Notes for Completion of Form NSC11

Introduction

1. Under section 170 of the Companies Ordinance, a limited company may alter its share capital in any one or more of the following ways —
 - (a) increase its share capital by allotting and issuing new shares;
 - (b) increase its share capital without allotting and issuing new shares, if the funds or other assets for the increase are provided by the members of the company;
 - (c) capitalize its profits, with or without allotting and issuing new shares;
 - (d) allot and issue bonus shares with or without increasing its share capital;
 - (e) convert all or any of its shares into a larger or smaller number of shares;
 - (f) cancel shares —
 - (i) that, at the date the resolution for cancellation is passed, have not been taken or agreed to be taken by any person; or
 - (ii) that have been forfeited.

Except for an alteration of share capital which involves an allotment of shares, a company must deliver to the Registrar of Companies (the Registrar) for registration a notice in this form within one month after altering its share capital under section 170.

2. A company is not required to deliver a notice in this form in relation to an alteration of share capital involving an allotment of shares. For an allotment of shares, section 142 of the Companies Ordinance requires a company to deliver a return of allotment (Form NSC1) to the Registrar for registration.
3. 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.
4. 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

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.

Particulars of Rights Attached to Shares (Section 3B)

7. 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.



公司註冊處
Companies Registry

股本幣值重訂通知書

Notice of Redenomination of Share Capital

表格
Form **NSC13**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 股本幣值重訂的決議 Resolution for Redenomination of Share Capital

上述公司已通過決議對其股本作幣值重訂。
This company has passed a resolution redenominating the company's share capital.

決議通過日期
Date of Passing the Resolution

日 DD	月 MM	年 YYYY

3 股本幣值重訂的詳情 Details of Redenomination of Share Capital

股份的類別 (如普通股／ 優先股等) Class of Shares (e.g. Ordinary／ Preference etc.)	重訂前 的貨幣單位 Currency Before Redenomination	重訂前已發行 股本的總款額 Total Amount of Issued Capital Before Redenomination	重訂後 的貨幣單位 Currency After Redenomination	重訂後已發行 股本的總款額 Total Amount of Issued Capital After Redenomination	決議所指定 的匯率 Exchange Rate Specified in the Resolution

3

提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

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

請勿填寫本欄 For Official Use

4 股本說明 (以股本幣值重訂的日期的狀況為準)
Statement of Capital (As at the Date of the Redenomination of Share Capital)

A. 股本 Share Capital (如空位不足，請用續頁 A 填報 Use Continuation Sheet A 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)

6 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 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.)	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)

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

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

5 簽署 Signed :

姓名 Name : _____ 日期 Date : _____

董事 Director／公司秘書 Company Secretary * _____ 日 DD / 月 MM / 年 YYYY

股本說明（以股本幣值重訂的日期的狀況為準）

Statement of Capital (As at the Date of the Redenomination of Share Capital)

股本（第 4A 項）

Share Capital (Section 4A)

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)

股本說明（以股本幣值重訂的日期的狀況為準）

Statement of Capital (As at the Date of the Redenomination of Share Capital)

6 股份所附帶的權利的詳情（第 4B 項）

Particulars of Rights Attached to Shares (Section 4B)

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》(香港法例第 622 章)
第 173(1)條規定交付的**

股本幣值重訂通知書

填表須知 — 表格 NSC13

附註

引言

1. 有限公司可藉其決議，將其股本或任何類別的股份，由以某種貨幣計值轉換為以另一種貨幣計值。公司須在通過該項決議後的一個月內，就股本幣值重訂將一份通知，以本表格交付公司註冊處處長(「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。

股份所附帶的權利的詳情 (第 4B 項)

6. 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。

NOTICE OF REDENOMINATION OF SHARE CAPITAL

For the purposes of section 173(1) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC13

Introduction

1. A limited company may, by resolution of the company, convert its share capital or any class of shares from one currency to another currency. Within one month after passing such a resolution, the company must deliver a notice in this form to the Registrar of Companies (the Registrar) for registration in relation to the redenomination.
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.

Particulars of Rights Attached to Shares (Section 4B)

6. 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 that class are redeemable shares.



公司註冊處
Companies Registry

股額再轉換為股份通知書 Notice of Reconversion of Stock into Shares

表格
Form **NSC14**

公司編號 Company Number

註 Note

1 公司名稱 Company Name

2 股額再轉換為股份的決議 Resolution for Reconversion of Stock into Shares

上述公司已通過決議，將股額再轉換為繳足股款的股份。
This company has passed a resolution reconverting stock into paid up shares.

決議通過日期
Date of Passing the Resolution

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

3 股額再轉換為股份的詳情 Details of Reconversion of Stock into Shares

股額的價值 Value of the Stock	股份的類別 (如普通股／優先股等) Class of Shares (e.g. Ordinary / Preference etc.)	再轉換後已繳足股款的股份 Paid Up Shares After Reconversion	
		總數目 Total Number	已繳股款總額 Total Paid Up Amount
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

3

提交人資料 Presentor's Reference

姓名 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

權號 Reference:

請勿填寫本欄 For Official Use

4 股本說明 (以再轉換股額的日期的狀況為準)
Statement of Capital (As at the Date of the Reconversion of Stock)

A. 股本 Share Capital (如空位不足，請用續頁 A 填報 Use Continuation Sheet A 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)

6 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 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.)	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)

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

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

5 簽署 Signed :

姓名 Name : _____ 日期 Date : _____
董事 Director／公司秘書 Company Secretary *

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

股本說明（以再轉換股額的日期的狀況為準）

Statement of Capital (As at the Date of the Reconversion of Stock)

股本（第 4A 項）

Share Capital (Section 4A)

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)

股本說明（以再轉換股額的日期的狀況為準）
Statement of Capital (As at the Date of the Reconversion of Stock)

6

股份所附帶的權利的詳情（第 4B 項）
Particulars of Rights Attached to Shares (Section 4B)

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》(香港法例第 622 章)
第 175(1) 條規定交付的**

股額再轉換為股份通知書

填表須知 — 表格 NSC14

附註

引言

1. 如公司在被《公司條例》廢除將繳足股款的股份轉換為股額的權力前，已將繳足股款的股份轉換為股額，該公司可藉其決議，將該股額再轉換為繳足股款的股份。公司須在通過決議後的 1 個月內，就股額再轉換一事將一份通知，以本表格交付公司註冊處處長(「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。

股份所附帶的權利的詳情 (第 4B 項)

6. 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。

NOTICE OF RECONVERSION OF STOCK INTO SHARES

For the purposes of section 175(1) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC14

Introduction

1. A company that has converted paid up shares into stock (before the repeal by the Companies Ordinance of the power to do so) may, by resolution of the company, reconvert that stock into paid up shares. Within one month after passing such a resolution, the company must deliver a notice in this form to the Registrar of Companies (the Registrar) for registration in relation to the reconversion of stock.
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 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 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.

Particulars of Rights Attached to Shares (Section 4B)

6. 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 that class are redeemable shares.



公司註冊處
Companies Registry

更改股份所附帶的權利通知書
Notice of Variation of Rights
Attached to Shares

表格
Form **NSC15**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 某類別股份所附帶的權利的更改 Variation of the Rights Attached to Shares in a Class

A. 批准該項更改 Authorization of the Variation

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

☐ 批准該項更改的決議或其他文件的文本已根據《公司條例》的另一條文交付公司註冊處處長登記。
A copy of the resolution or other document which authorized the variation has been delivered to the Registrar of Companies for registration under another provision of the Companies Ordinance.

☐ 隨本表格一併交付批准該項更改的決議的文本。
A copy of the resolution which authorized the variation is delivered with this form.

☐ 隨本表格一併交付批准該項更改的其他文件的文本。
A copy of other document which authorized the variation is delivered with this form.

請說明 Please specify _____

2

B. 更改的生效日期

Date on which the Variation Takes Effect

日 DD	月 MM	年 YYYY

C. 更改的詳情 Details of Variation (如空位不足，請用續頁A填報 Use Continuation Sheet A 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)

4

提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

電話 Tel:
電郵 Email :
檔號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

3 股本說明 (以該項更改的生效日期當日的狀況為準)
Statement of Capital (As at the Date on which the Variation Takes Effect)

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)

7 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)

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

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

6 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

更改的詳情 (第2C項)

Details of Variation (Section 2C)

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)

股本說明（以該項更改的生效日期當日的狀況為準）

Statement of Capital (As at the Date on which the Variation Takes Effect)

股本（第 3A 項）

Share Capital (Section 3A)

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)

股本說明（以該項更改的生效日期當日的狀況為準）
Statement of Capital (As at the Date on which the Variation Takes Effect)

7 股份所附帶的權利的詳情（第 3B 項）
Particulars of Rights Attached to Shares (Section 3B)

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》(香港法例第 622 章)
第 184(1) 條規定交付的**

更改股份所附帶的權利通知書

填表須知 — 表格 NSC15

附註

引言

1. 有股本的公司如某類別股份的股份所附帶的權利被更改，該公司須在該項更改的生效日期後的 1 個月內，將更改的通知以本表格交付公司註冊處處長(「處長」)登記。除非批准該項更改的決議或其他文件的文本，已根據《公司條例》的另一條文交付處長，否則本表格必須連同批准該項更改的決議或其他文件的文本一併交付。
2. 如一
 - (a) 沒有人根據《公司條例》第 182 條在有關更改作出的日期後的 28 日內，向原訟法庭提出否決更改的申請，該項更改在 28 日的限期終結時生效；或
 - (b) 有人在 28 日的限期內向原訟法庭提出該申請，該項更改在該申請被撤回時生效，或在該申請獲終局裁定時生效。
3. 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為遵從《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。

股份所附帶的權利的詳情 (第 3B 項)

7. 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。

NOTICE OF VARIATION OF RIGHTS ATTACHED TO SHARES

For the purposes of section 184(1) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC15

Introduction

1. Where a company having a share capital varies the rights attached to shares in a class, the company must within 1 month after the date on which the variation takes effect deliver to the Registrar of Companies (the Registrar) for registration a notice in this form giving details of the variation, together with a copy of the resolution or other document that authorized the variation if that has not been delivered to the Registrar under another provision of the Companies Ordinance.
2. The variation takes effect —
 - (a) if no application to Court is made under section 182 of the Companies Ordinance within 28 days after the date on which the variation is made for it to be disallowed, at the end of the 28 days' period; or
 - (b) if an application to Court is made within the 28 days' period, at the time the application is withdrawn or finally determined.
3. 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.
4. 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

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.

Particulars of Rights Attached to Shares (Section 3B)

7. 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 that class are redeemable shares.



公司註冊處
Companies Registry

更改某類別成員的權利通知書
(無股本公司)
Notice of Variation of Rights
of a Class of Members
(Company Without a Share Capital)

表格
Form **NSC16**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 某類別成員的權利的更改 Variation of the Rights of a Class of Members

A. 批准該項更改 Authorization of the Variation

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

☐ 批准該項更改的決議或其他文件的文本已根據《公司條例》的另一條文交付公司註冊處處長登記。
A copy of the resolution or other document which authorized the variation has been delivered to the Registrar of Companies for registration under another provision of the Companies Ordinance.

☐ 隨本表格一併交付批准該項更改的決議的文本。
A copy of the resolution which authorized the variation is delivered with this form.

☐ 隨本表格一併交付批准該項更改的其他文件的文本。
A copy of other document which authorized the variation is delivered with this form.

請說明 Please specify

2

B. 更改的生效日期

Date on which the Variation Takes Effect

--	--	--

日 DD 月 MM 年 YYYY

C. 更改的詳情 Details of Variation (如空格不足, 請用續頁填報 Use Continuation Sheet if the space is insufficient)

--

3

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

4

提交人資料 Presenter'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

--

表格
Form

NSC16

續頁 Continuation Sheet

公司編號 Company Number

更改的詳情 (第2C項)
Details of Variation (Section 2C)

--

**《公司條例》(香港法例第 622 章)
第 192(1) 條規定交付的**

**更改某類別成員的權利通知書
(無股本公司)**

填表須知 — 表格 NSC16

附註

引言

1. 如無股本的公司的某類別成員的權利被更改，該公司須在該項更改的生效日期後的一個月內，將更改的通知以本表格交付公司註冊處處長(「處長」)登記。除非批准該項更改的決議或其他文件的文本，已根據《公司條例》的另一條文交付處長，否則本表格須連同批准該項更改的決議或其他文件的文本一併交付。
2. 如一
 - (a) 沒有人根據《公司條例》第 190 條在有關更改作出的日期後的 28 日內，向原訟法庭提出否決更改的申請，該項更改在 28 日的限期終結時生效；或
 - (b) 有人在 28 日的限期內向原訟法庭提出該申請，該項更改在該申請被撤回時生效，或在該申請獲終局裁定時生效。
3. 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為遵從《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。

**NOTICE OF VARIATION OF RIGHTS OF A CLASS OF MEMBERS
(COMPANY WITHOUT A SHARE CAPITAL)**

For the purposes of section 192(1) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC16

Introduction

1. Where a company without a share capital varies the rights of a class of members, the company must within 1 month after the date on which the variation takes effect deliver to the Registrar of Companies (the Registrar) for registration a notice in this form giving details of the variation, together with a copy of the resolution or other document that authorized the variation if that has not been delivered to the Registrar under another provision of the Companies Ordinance.
2. The variation takes effect —
 - (a) if no application to Court is made under section 190 of the Companies Ordinance within 28 days after the date on which the variation is made for it to be disallowed, at the end of the 28 days' period; or
 - (b) if an application to Court is made within the 28 days' period, at the time the application is withdrawn or finally determined.
3. 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.
4. 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

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.



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 Presenter'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

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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)

6

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

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.



公司註冊處
Companies Registry

向原訟法庭申請撤銷
議決減少股本的特別決議通知書
Notice of Application to Court for
Cancellation of Special Resolution for
Reduction of Share Capital

表格
Form **NSC18**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 申請要求撤銷議決減少股本的特別決議
Application for Cancellation of Special Resolution for Reduction of Share Capital

上述公司現通知：有人已向原訟法庭提出申請，要求撤銷議決減少公司股本的特別決議，申請書已送達公司。
This company gives notice that an application has been made to the Court for cancellation of the special resolution for reduction of the company's share capital and the application is served on the company.

申請書送達公司的日期
The Day on which the Application is
Served on the Company

日 DD	月 MM	年 YYYY

5 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

3 提交人資料 Presentor's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

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

**《公司條例》(香港法例第 622 章)
第 220(4) 條規定交付的**

**向原訟法庭申請撤銷
議決減少股本的特別決議通知書**

填表須知 — 表格 NSC18

附註

引言

1. 如公司已根據《公司條例》第 215 條通過特別決議減少其股本，則公司成員(已同意或已表決贊成有關決議的成員除外)或債權人均可在議決該項特別決議的日期後的 5 個星期內，向原訟法庭提出申請，要求撤銷該項決議。如有人提出申請，公司須在申請書送達該公司的日期後的 7 日內，以本表格向公司註冊處處長(「處長」)發出關於該項申請的通知。
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。

**NOTICE OF APPLICATION TO COURT
FOR CANCELLATION OF SPECIAL RESOLUTION FOR REDUCTION OF SHARE CAPITAL**

For the purposes of section 220(4) of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC18

Introduction

1. Where a company passes a special resolution for reduction of its share capital under section 215 of the Companies Ordinance, a member (other than one who consented to or voted in favour of the special resolution) or creditor of the company may, within 5 weeks after the date of the special resolution, apply to the Court for cancellation of the resolution. If an application is made, the company must give notice of the application to the Registrar of Companies (the Registrar) in this form within 7 days after the day on which the application is served on the company.
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 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.



公司註冊處
Companies Registry

股本減少申報表
(藉著以償付能力陳述支持的特別決議)
Return of Reduction of Share Capital
(by Special Resolution Supported by Solvency Statement)

表格
Form **NSC19**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

--

2 藉著以償付能力陳述支持的特別決議減少股本

Reduction of Share Capital by Special Resolution Supported by Solvency Statement

上述公司已通過特別決議減少其股本。

This company has passed a special resolution for reduction of the company's share capital.

決議通過日期

Date of Passing the Resolution

日 DD	月 MM	年 YYYY

3 向原訟法庭提出申請撤銷決議

Application to Court for Cancellation of Resolution

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

☐

無人根據《公司條例》第 220 條在議決減少股本的特別決議的日期後的 5 個星期內提出申請，要求撤銷該項決議。

No application is made to the Court under section 220 of the Companies Ordinance for cancellation of the special resolution for reduction of share capital within 5 weeks after the date of the relevant special resolution.

☐

有人根據《公司條例》第 220 條就議決減少股本的特別決議提出申請。

An application is made under section 220 of the Companies Ordinance in respect of the special resolution for reduction of share capital.

☐

原訟法庭根據《公司條例》第 222 條作出確認該項決議的命令。隨本表格一併交付該命令的正式文本。

The Court makes an order under section 222 of the Companies Ordinance confirming the special resolution. An office copy of the order is delivered with this form.

法庭命令的日期

Date of Court Order

日 DD	月 MM	年 YYYY

☐

該項申請的法律程序，在沒有原訟法庭裁定下結束。

The proceedings on the application are ended without determination by the Court.

法律程序結束的日期

Date on which proceedings are ended

日 DD	月 MM	年 YYYY

5

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

4 股本減少的詳情 Particulars of the Reduction of Share Capital

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	已發行股本的減少 Reduction of Issued Share Capital			
		總數 Total Number	總款額 Total Amount (a)	已繳的款額 Amount Paid up (b)	未繳的款額 Amount Unpaid (a) - (b)

5 股本說明 (以緊接股本減少後的時間的狀況為準)
Statement of Capital (As at the Time Immediately After the Reduction of Share Capital)

A. 股本 Share Capital (如空位不足，請用續頁 A 填報 Use Continuation Sheet A 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)

8 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 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.)	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
頁數 Number of pages		

7 簽署 Signed :

姓名 Name : _____ 日期 Date : _____
董事 Director / 公司秘書 Company Secretary *

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

股本說明（以緊接股本減少後的時間的狀況為準）

Statement of Capital (As at the Time Immediately After the Reduction of Share Capital)

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)

股本說明（以緊接股本減少後的時間的狀況為準）
Statement of Capital (As at the Time Immediately After the Reduction of Share Capital)

8 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》(香港法例第 622 章)
第 224 及 225 條規定交付的**

**股本減少申報表
(藉著以償付能力陳述支持的特別決議)**

填表須知 — 表格 NSC19

附註

引言

1. 公司可按照《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。如—
 - (a) 無人根據《公司條例》第220條在議決減少股本的特別決議的日期後的5個星期內，提出申請要求撤銷該項決議；或
 - (b) 有人根據第220條就議決減少股本的特別決議提出申請，而原訟法庭根據第222條作出確認該項決議的命令；或
 - (c) 有人根據第220條就議決減少股本的特別決議提出申請，而關於該項申請的法律程序，在沒有原訟法庭裁定下結束，公司須交付本表格予公司註冊處處長(「處長」)登記。
2. 本申報表須於以下時限交付處長登記—
 - (a) 如無人根據第220條就議決減少股本的特別決議提出申請要求撤銷該項決議，在該項決議的日期後的5個星期後並在該項決議的日期後的7個星期之前的期間內；或
 - (b) 在原訟法庭作出第222條所指的命令後的15日內，或在原訟法庭命令的任何較長限期內；或
 - (c) 在法律程序於沒有原訟法庭裁定下結束後的15日內，或如有多於一項該等法律程序，在該等法律程序中的最後一項如此結束後的15日內。
3. 在處長登記關於股本減少的第224或225條所指的本申報表時，有關特別決議及股本減少即告生效。
4. 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。
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，則該表格不會視作會為遵從《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。

股份所附帶的權利的詳情 (第 5B 項)

8. 如公司的股本分為不同類別的股份，請就每一類別的股份說明該類別股份—
 - (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 REDUCTION OF SHARE CAPITAL
(BY SPECIAL RESOLUTION SUPPORTED BY SOLVENCY STATEMENT)**

For the purposes of sections 224 and 225 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC19

Introduction

1. A company may reduce its share capital by special resolution in accordance with Subdivision 2 of Division 3 in Part 5 of the Companies Ordinance. The company must deliver a return in this form to the Registrar of Companies (the Registrar) for registration if —
 - (a) no application to the Court for cancellation of the special resolution for reduction of share capital is made within 5 weeks after the date of the special resolution under section 220 of the Companies Ordinance; or
 - (b) an application to the Court is made under section 220 and the Court makes an order under section 222 confirming the special resolution; or
 - (c) an application to the Court is made under section 220 and the proceedings on the application to the Court are ended without determination by the Court.
2. This return must be delivered —
 - (a) no earlier than 5 weeks and no later than 7 weeks after the date of the special resolution if no application is made to the Court for cancellation of the special resolution under section 220; or
 - (b) within 15 days after the making of an order by the Court under section 222, or within any longer period ordered by the Court; or
 - (c) within 15 days after the proceedings (or the last proceedings if more than one) are ended without determination by the Court.
3. The special resolution and the reduction of share capital take effect when this return under section 224 or 225 in relation to the reduction is registered by the Registrar.
4. 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.
5. 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.
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

7. 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 of Rights Attached to Shares (Section 5B)

8. 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 that class are redeemable shares.



公司註冊處
Companies Registry

股本減少申報表
(經原訟法庭確認)
Return of Reduction of Share Capital
(Confirmed by Court)

表格
Form **NSC20**

公司編號 Company Number

--

註 Note

1 公司名稱 Company Name

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2 特別決議及向原訟法庭提出要求確認股本減少的申請
Special Resolution and Application to Court for Confirmation of Reduction of Share Capital

- A. 上述公司已通過一項特別決議減少其股本，並藉呈請書向原訟法庭提出申請，要求發出一項確認股本減少的命令。

This company gives notice that a special resolution for reduction of the company's share capital was passed. The company has also applied by petition to the Court for an order confirming the reduction.

確認股本減少的命令的日期
Date of Court Order Confirming the Reduction

日 DD	月 MM	年 YYYY

- B. 隨本表格一併交付下述確認股本減少的文件 —
The following documents confirming the reduction of share capital are delivered with this form —

- (i) 確認股本減少的命令的正式文本一份；及
An office copy of the order confirming the reduction of share capital; and
- (ii) 經原訟法庭批准的紀錄一份。
A minute that is approved by the Court.

3 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

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

請勿填寫本欄 For Official Use

3 股本減少的詳情 Particulars of the Reduction of Share Capital

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	已發行股本的減少 Reduction of Issued Share Capital			
		總數 Total Number	總款額 Total Amount (a)	已繳的款額 Amount Paid up (b)	未繳的款額 Amount Unpaid (a) - (b)

4 股本說明（以緊接股本減少後的時間的狀況為準）
Statement of Capital (As at the Time Immediately After the Reduction of Share Capital)

A. 股本 Share Capital（如空位不足，請用續頁 A 填報 Use Continuation Sheet A 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)

6 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 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.)	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
頁數 Number of pages		

5 簽署 Signed :

姓名 Name : _____ 日期 Date : _____
董事 Director／公司秘書 Company Secretary *

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

股本說明（以緊接股本減少後的時間的狀況為準）

Statement of Capital (As at the Time Immediately After the Reduction of Share Capital)

股本（第 4A 項）

Share Capital (Section 4A)

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	已繳或視作 已繳的總款額 Total Amount Paid up or Regarded as Paid up	未繳或視作 未繳的總款額 Total Amount Unpaid or Regarded as Unpaid
			(a)	(b)	(a) - (b)

股本說明（以緊接股本減少後的時間的狀況為準）
Statement of Capital (As at the Time Immediately After the Reduction of Share Capital)

6

股份所附帶的權利的詳情（第 4B 項）
Particulars of Rights Attached to Shares (Section 4B)

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》(香港法例第 622 章)
第 230 條規定交付的**

**股本減少申報表
(經原訟法庭確認)**

填表須知 — 表格 NSC20

附註

引言

1. 如公司根據《公司條例》第5部第3分部第3次分部，通過一項議決減少股本的特別決議，並藉呈請書向原訟法庭提出申請，要求發出一項確認股本減少的命令，原訟法庭可根據《公司條例》第229條作出一項確認股本減少的命令。公司必須在原訟法庭作出該命令後的15日內，或在原訟法庭命令的任何較長限期內，將下述文件交付公司註冊處處長(「處長」)登記—

- (a) 本申報表；
- (b) 該命令的正式文本一份；及
- (c) 經原訟法庭批准的紀錄一份，就經有關命令更改的公司股本而述明—
 - 股本額；
 - 公司所發行的股份的總數；
 - 每股股份的股款款額；及
 - 每股股份已繳付的股款款額及(如有的話)尚未繳付的股款款額。

獲有關命令確認的有關特別決議，在處長登記該項命令、紀錄及本申報表時，即告生效。

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。

股份所附帶的權利的詳情 (第 4B 項)

6. 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 REDUCTION OF SHARE CAPITAL
(CONFIRMED BY COURT)**

For the purposes of section 230 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NSC20

Introduction

1. Where a company passes a special resolution for reduction of share capital under Subdivision 3 of Division 3 in Part 5 of the Companies Ordinance and applies by petition to the Court for an order confirming the reduction, the Court may make an order confirming the reduction of share capital under section 229 of the Companies Ordinance. The company should, within 15 days after the making of the order, or within any longer period ordered by the Court, deliver to the Registrar of Companies (the Registrar) for registration —
 - (a) a return in this form;
 - (b) an office copy of the order; and
 - (c) a minute that is approved by the Court, stating with respect to the company's share capital as altered by the order —
 - the amount of the share capital;
 - the total number of issued shares;
 - the amount of each share; and
 - the amount paid up and the amount (if any) remaining unpaid on each share.

The special resolution for reduction of share capital, as confirmed by the order, takes effect on registration of the order, minute and this return.

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 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 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.

Particulars of Rights Attached to Shares (Section 4B)

6. 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 that class are redeemable shares.

重新註冊為股份有限公司申請書
Application for Re-registration as
Company Limited by Shares

表格
Form **NU1**

公司編號 Company Number

--

註 Note

7 1 公司名稱 Company Name

--

2 上述公司已通過議決公司將重新註冊為股份有限公司的特別決議

This company has passed a special resolution resolving that it is to be re-registered as a company limited by shares

決議通過日期
Date of Passing the Resolution

日 DD	月 MM	年 YYYY

3 重新註冊時的股本 Share Capital on Re-registration

貨幣 Currency	公司在重新註冊時已認購的股本總額 <u>Total Amount</u> of Subscribed Share Capital on Re-registration	公司在重新註冊時已發行的股份總數的 已繳付或視為已繳付的總款額 <u>Total Amount</u> Paid Up or Regarded as Paid Up on Issued Shares on Re-registration

4 隨本表格交付的文件 Documents Delivered with this Form

現隨本表格交付特別決議的文本及有關特別決議建議修改的公司章程細則的文本。該等文本與公司儲存的正本文件相同。

A copy of the special resolution and a copy of the company's articles as proposed to be altered by the special resolution are delivered with this form. The copies of the documents are the same as the original documents kept by the company.

5 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

6 提交人資料 Presenter's Reference

姓名 Name:
地址 Address:

請勿填寫本欄 For Official Use

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

**《公司條例》(香港法例第 622 章)
第 131 條規定交付的**

重新註冊為股份有限公司申請書

填表須知 — 表格 NU1

附註

引言

1. 已註冊的無限公司可根據《公司條例》第 130 條通過特別決議，議決公司將重新註冊為股份有限公司，並以本表格向公司註冊處處長(「處長」)提出申請重新註冊。根據《公司條例》第 131(2)條的規定，此項申請只可在處長已收取根據《公司條例》第 622 條交付處長的特別決議的文本的當日或之後交付處長。根據《公司條例》第 622 條，公司須在有關決議通過後的 15 日內，將決議的文本交付處長登記。
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。公司註冊處會以傳真方式通知提交人親身領取「公司註冊證書」。如提交人委託他人代領，需簽署授權書。
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。

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。有關所需費用的詳情，請參閱《主要服務收費表》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

簽署

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。

公司名稱 (第 1 項)

7. 請填報現有公司名稱，請勿在公司名稱後加上“有限公司”及／或“Limited”。

重新註冊時的股本 (第 3 項)

8. 申報的股本總額須與根據《公司條例》第 130 條通過的特別決議所載有關股本的指明陳述相符。

隨本表格交付的文件 (第 4 項)

9. 根據《公司條例》第 131(1)(b)條的規定，重新註冊的申請須隨附有關特別決議建議修改的有關公司章程細則的文本。請連同有關特別決議的文本一併交付。

APPLICATION FOR RE-REGISTRATION AS COMPANY LIMITED BY SHARES

For the purposes of section 131 of Companies Ordinance (Cap. 622)

Notes for Completion of Form NU1

Introduction

1. A registered unlimited company may pass a special resolution under section 130 of the Companies Ordinance resolving that the company is to be re-registered as a company limited by shares and apply to the Registrar of Companies (the Registrar) for re-registration in this form. Section 131(2) of the Companies Ordinance provides that such an application may only be delivered to the Registrar on or after the date on which the Registrar receives a copy of the special resolution delivered under section 622 of the Companies Ordinance. Section 622 of the Companies Ordinance provides that a copy of the resolution should be delivered to the Registrar for registration within 15 days after it is passed.
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 Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required. The Companies Registry will notify the presenter by fax to collect the Certificate of Incorporation in person. A written authorization will be required if the presenter sends a representative to collect the certificate.
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.

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. 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.

Company Name (Section 1)

7. Please state the existing company name(s) and do not add the word "Limited" and / or "有限公司" after the name(s).

Share Capital on Re-registration (Section 3)

8. The amount stated should be consistent with the specified statement in respect of share capital as contained in the special resolution passed under section 130 of the Companies Ordinance.

Documents Delivered with this Form (Section 4)

9. Section 131(1)(b) of the Companies Ordinance provides that an application for re-registration must be accompanied by a copy of the company's articles as proposed to be altered by the special resolution. Please also deliver a copy of the special resolution.