

公司條例 ( 第 622 章 )

現公布下列由本人依據《公司條例》( 第622章 ) ( 下稱「該條例」)第23條指明的表格已予修訂，由 2025 年 5 月 23 日起，隨即依據該條例使用。

現刊登經修訂的表格，以廣周知。

| 表格   |                                | 該條例的相關條文                                    |
|------|--------------------------------|---|
| 表格編號 | 表格名稱                           |   |
| NAR1 | 周年申報表                          | 662   |
| NM8  | 押記詳情的陳述<br>(屬一個債權證系列的組成部分的債權證) | 335(2)、336(2)、<br>338A(4)、340(3)及<br>342(3) |
| NN1  | 註冊非香港公司的註冊申請書                  | 776(4)                                      |
| NN15 | 修改帳目陳述書                        | 790(4)                                      |

2025 年 5 月 23 日

公司註冊處處長楊茜



公司註冊處  
Companies Registry

周年申報表  
Annual Return

表格  
Form **NAR1**

商業登記號碼  
Business Registration Number

註 Note

1 公司名稱 Company Name

2 商業名稱(如有的話) Business Name (If any)

3 公司類別 Type of Company

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

☐

私人公司

Private company

☐

公眾公司

Public company

☐

擔保有限公司

Company limited by guarantee

經營業務性質  
Business Nature

編碼 Code

描述 Description

4 本申報表的結算日期

Date to which this Return is Made Up

日 DD

月 MM

年 YYYY

5 隨本表格交付的財務報表所涵蓋的會計期

Period Covered by Financial Statements Delivered with this Form

(私人公司無需填報此項 A private company needs not complete this section)

日 DD

月 MM

年 YYYY

至  
To

日 DD

月 MM

年 YYYY

6 在香港的註冊辦事處地址 Address of Registered Office in Hong Kong

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village  
etc.

區  
District

地區  
Region

香港 / HONG KONG

提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

請勿填寫本欄 For Official Use

電話 Tel:

傳真 Fax:

電郵 Email:

權號 Reference:



表格  
Form

NAR1

商業登記號碼  
Business Registration Number

137 電郵地址 Email Address

138 香港聯絡電話號碼 Hong Kong Contact Telephone Number

+852

9 按揭及押記 Mortgages and Charges

截至本申報表的日期，所有根據《公司條例》(第 622 章)須向公司註冊處處長登記的，或若於 1912 年 1 月 1 日後設定便須如此登記的按揭及押記的負債總額

Total amount of the indebtedness as at the date of this return in respect of all mortgages and charges which are required to be registered with the Registrar of Companies pursuant to the Companies Ordinance (Cap. 622) or would have been required to be so registered if created after 1 January 1912

10 無股本公司的成員人數 Number of Member(s) of a Company Not Having a Share Capital

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

截至本申報表的日期的成員人數  
Number of Member(s) as at the Date of this Return

14 11 股本 Share Capital

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

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



表格  
Form

NAR1

商業登記號碼  
Business Registration Number

12 公司秘書 Company Secretary

A. 公司秘書（自然人） Company Secretary (Natural Person)

(如超過一名公司秘書屬自然人，請用續頁 A 填報 Use Continuation Sheet A if more than 1 company secretary is a natural person)

15

中文姓名  
Name in Chinese

英文姓名  
Name in English

姓氏  
Surname

名字  
Other Names

前用姓名  
Previous Names

中文  
Chinese

英文  
English

別名  
Alias

中文  
Chinese

英文  
English

16

香港通訊地址  
Hong Kong  
Correspondence  
Address

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village etc.

區  
District

地區  
Region

香港 / HONG KONG

17

電郵地址  
Email Address

18

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

\*

\*

\*

(

\*

)

(b) 護照

Passport

簽發國家／地區  
Issuing Country/Region

部分號碼  
Partial Number

20

信託或公司服務提供者牌照 Trust or Company Service Provider Licence

請填報牌照編號或在適用的表格內加上 ☒ 號 Please provide the licence no. or tick the relevant box

牌照編號  
Licence No.

☐ 無須領有牌照  
Not required to  
obtain a licence

原因 Reason:



表格  
Form

NAR1

商業登記號碼  
Business Registration Number

12 公司秘書 Company Secretary (續上頁 cont'd)

21 B. 公司秘書 (法人團體) Company Secretary (Body Corporate)

(如超過一名公司秘書屬法人團體，請用續頁 B 填報 Use Continuation Sheet B if more than 1 company secretary is a body corporate)

中文名稱  
Name in Chinese

英文名稱  
Name in English

22

香港地址  
Hong Kong  
Address

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village etc.

區  
District

地區  
Region

香港 / HONG KONG

17

電郵地址  
Email Address

18

商業登記號碼 Business Registration Number

20

信託或公司服務提供者牌照 Trust or Company Service Provider Licence

請填報牌照編號或在適用的空格內加上 ✓ 號 Please provide the licence no. or tick the relevant box

牌照編號  
Licence No.

☐ 無須領有牌照  
Not required to  
obtain a licence

原因 Reason:



表格  
Form

NAR1

商業登記號碼  
Business Registration Number

13 董事 Directors

A. 董事（自然人）Director (Natural Person)

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

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

23

身分  
Capacity

☐ 董事  
Director

☐ 候補董事  
Alternate  
Director

代替 Alternate to

24

中文姓名  
Name in Chinese

英文姓名  
Name in English

姓氏  
Surname

名字  
Other Names

前用姓名  
Previous Names

中文  
Chinese

英文  
English

別名  
Alias

中文  
Chinese

英文  
English

25

通訊地址  
Correspondence  
Address

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village etc.

區／市／省／州／郵遞區號等  
District/City/Province/  
State/Postal Code etc.

國家／地區  
Country/Region

26

電郵地址  
Email Address

27

身分識別 Identification

(a) 香港身分證部分號碼  
Partial Number of Hong Kong Identity Card

\*

\*

\*

(

\*

)

(b) 護照  
Passport

簽發國家／地區  
Issuing Country/Region

部分號碼  
Partial Number



表格  
Form

NAR1

商業登記號碼  
Business Registration Number

13 董事 Directors (續上頁 cont'd)

B. 董事 (法人團體) Director (Body Corporate)

(如超過兩名董事屬法人團體，請用續頁 D 填報 Use Continuation Sheet D if more than 2 directors are body corporate)  
請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)

23

1 身分  
Capacity

☐ 董事  
Director

☐ 候補董事  
Alternate  
Director

代替 Alternate to

中文名稱  
Name in Chinese

英文名稱  
Name in English

28

地址  
Address

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village etc.

區／市／省／州／郵遞區號等  
District/City/Province/  
State/Postal Code etc.

國家／地區  
Country/Region

26

電郵地址  
Email Address

29

商業登記號碼 Business Registration Number

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

23

2 身分  
Capacity

☐ 董事  
Director

☐ 候補董事  
Alternate  
Director

代替 Alternate to

中文名稱  
Name in Chinese

英文名稱  
Name in English

28

地址  
Address

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village etc.

區／市／省／州／郵遞區號等  
District/City/Province/  
State/Postal Code etc.

國家／地區  
Country/Region

26

電郵地址  
Email Address

29

商業登記號碼 Business Registration Number



表格  
Form

NAR1

商業登記號碼  
Business Registration Number

13 董事 Directors (續上頁 cont'd)

C. 備任董事 Reserve Director

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

24

中文姓名  
Name in Chinese

英文姓名  
Name in English

姓氏  
Surname

名字  
Other Names

前用姓名  
Previous Names

中文  
Chinese

英文  
English

別名  
Alias

中文  
Chinese

英文  
English

25

通訊地址  
Correspondence  
Address

室／樓／座等  
Flat/Floor/Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street/Estate/Lot/Village etc.

區／市／省／州／郵遞區號等  
District/City/Province/  
State/Postal Code etc.

國家／地區  
Country/Region

26

電郵地址  
Email Address

27

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

\*

\*

\*

(

\*

)

(b) 護照

Passport

簽發國家／地區  
Issuing Country/Region

部分號碼  
Partial Number





表格  
Form

NAR1

商業登記號碼  
Business Registration Number

14 有股本公司的成員詳情 Particulars of Member(s) of a Company Having a Share Capital

(有股本的公司必須填報此項 Company having a share capital must complete this section)

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

☐

非上市公司的成員詳情列於附表一

Particulars of members of a non-listed company are listed in Schedule 1

☐

上市公司的成員詳情列於附表二

Particulars of members of a listed company are listed in Schedule 2

☐

公司的成員詳情列於隨本表格附上的唯讀光碟或唯讀型數碼多功能光碟

Particulars of members of the company are listed in the CD-ROM or DVD-ROM attached to this form

(載於唯讀光碟或唯讀型數碼多功能光碟內的成員的詳情，會以 PDF 格式供公眾以電子方式查閱。

Particulars of members recorded in the CD-ROM or DVD-ROM will be available for public search electronically in PDF format.)

15 公司紀錄 Company Records

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

公司備存下列紀錄的地址(如並非備存於第 6 項所述的註冊辦事處內)

Address where the following company records are kept (if not kept at the registered office stated in Section 6)

公司紀錄 Company Records

地址 Address

|  |  |
|--|--|
|  |  |
|--|--|

16 陳述書 Statement

(如屬私人公司，請在空格內加上 ✓ 號以作出此項陳述 For a private company, please tick the box to make the Statement)

☐

現述明公司自最近一份周年申報表的日期起(如屬首份周年申報表，而公司不是經還冊公司，自公司成立為法團當日起；如公司是經還冊公司，自其還冊日起)，並沒有發出邀請，以邀請公眾人士認購公司的任何股份或債權證；同時如成員人數於本申報表的日期當日超過五十名，則超出五十名之數的成員，全屬根據《公司條例》第 11(2)條於計算公司成員人數時不包括在內的人。The company has not, since the date of the last annual return (or in the case of the first annual return, since the date of incorporation if the company is not a re-domiciled company or since the re-domiciliation date if the company is a re-domiciled company), issued any invitation to the public to subscribe for any shares or debentures of the company and that if the number of members of the company exceeds 50 as at the date of this return, the excess consists wholly of persons who, under section 11(2) of the Companies Ordinance, are excluded in the calculation of the number of members of the company.

提示 Advisory Note

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。

All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.

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

|                    | 續頁 Continuation Sheet(s) |   |   |   |   | 附表一<br>Schedule 1 | 附表二<br>Schedule 2 |
|--------------------|--------------------------|---|---|---|---|-------------------|-------------------|
|                    | A                        | B | C | D | E |                   |                   |
| 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



本申報表的結算日期  
Date to which this Return is Made Up

商業登記號碼  
Business Registration Number

|      |      |        |
|------|------|--------|
|      |      |        |
| 日 DD | 月 MM | 年 YYYY |

|  |
|--|
|  |
|--|

非上市公司的成員詳情(第 14 項) Particulars of Member(s) of a Non-listed Company (Section 14)

(有股本的非上市公司可填報此頁。如超過兩名成員，或超過一類股份，可另加附表一。另外，公司可選擇以唯讀光碟或唯讀型數碼多功能光碟提供成員詳情。  
Non-listed company having a share capital can complete this page. If there are more than 2 members, or if there is more than one class of shares, please use additional Schedule 1. Alternatively, the company can choose to provide particulars of members in the form of CD-ROM or DVD-ROM.)

截至本申報表的日期的成員詳情 Particulars of Member(s) as at the Date of this Return

|                         |  |  |  |
|-------------------------|--|--|--|
| 股份類別<br>Class of Shares |  | 此類別股份的已發行總數<br>Total Number of Issued Shares in this Class |  |
|-------------------------|--|--|--|

|                              |            |                |   |
|------------------------------|------------|----------------|---|
| 1 中文姓名／名稱<br>Name in Chinese |            |                | 持有股份數目<br>No. of Shares Held  |
| 英文姓名<br>Name in English      |            |                |   |
| 或 OR                         | 姓氏 Surname | 名字 Other Names |   |
| 英文名稱<br>Name in English      |            |                | <input type="checkbox"/> 股份是聯名持有<br>Shares are Jointly Held<br>(如適用，請加 ✓ 號<br>Please tick if applicable.) |

|               |  |  |
|---------------|--|--|
| 地址<br>Address | 室／樓／座等<br>Flat/Floor/Block etc.                                    |  |
|               | 大廈<br>Building   |  |
|               | 街道／屋苑／地段／村等<br>Street/Estate/Lot/Village etc.                      |  |
|               | 區／市／省／州／郵遞區號等<br>District/City/Province/<br>State/Postal Code etc. |  |
|               | 國家／地區<br>Country/Region  |  |

|                 |  |
|-----------------|--|
| 備註*<br>Remarks* |  |
|-----------------|--|

\*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.

|                              |            |                |   |
|------------------------------|------------|----------------|---|
| 2 中文姓名／名稱<br>Name in Chinese |            |                | 持有股份數目<br>No. of Shares Held  |
| 英文姓名<br>Name in English      |            |                |   |
| 或 OR                         | 姓氏 Surname | 名字 Other Names |   |
| 英文名稱<br>Name in English      |            |                | <input type="checkbox"/> 股份是聯名持有<br>Shares are Jointly Held<br>(如適用，請加 ✓ 號<br>Please tick if applicable.) |

|               |  |  |
|---------------|--|--|
| 地址<br>Address | 室／樓／座等<br>Flat/Floor/Block etc.                                    |  |
|               | 大廈<br>Building   |  |
|               | 街道／屋苑／地段／村等<br>Street/Estate/Lot/Village etc.                      |  |
|               | 區／市／省／州／郵遞區號等<br>District/City/Province/<br>State/Postal Code etc. |  |
|               | 國家／地區<br>Country/Region  |  |

|                 |  |
|-----------------|--|
| 備註*<br>Remarks* |  |
|-----------------|--|

\*例如聯名持有股份、股份轉讓等的詳情。For example, details of jointly held shares, share transfer, etc.



本申報表的結算日期

Date to which this Return is Made Up

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

日 DD

月 MM

年 YYYY

商業登記號碼

Business Registration Number

|  |
|--|
|  |
|--|

30 34 上市公司的成員詳情 (第 14 項) Particulars of Member(s) of a Listed Company (Section 14)

(有股本的上市公司可填報此頁。如超過兩名成員需要申報，或超過一類股份，可另加附表二。另外，公司可選擇以唯讀光碟或唯讀型數碼多功能光碟提供成員詳情。 Listed company having a share capital can complete this page. If there are more than 2 members that are required to be reported, or if there is more than one class of shares, please use additional Schedule 2. Alternatively, the company can choose to provide particulars of members in the form of CD-ROM or DVD-ROM.)

截至本申報表的日期持有公司任何類別股份中的不少於 5% 發行股本的成員的詳情

Particulars of Member(s) who Held not less than 5% of the Issued Shares in any Class of the Company's Shares as at the Date of this Return

股份類別

Class of Shares

|  |
|--|
|  |
|--|

此類別股份的已發行總數

Total Number of Issued Shares in this Class

|  |
|--|
|  |
|--|

1 中文姓名／名稱

Name in Chinese

|  |
|--|
|  |
|--|

持有股份數目

No. of Shares Held

|  |
|--|
|  |
|--|

英文姓名

Name in English

|  |  |
|--|--|
|  |  |
|--|--|

或 OR

姓氏 Surname

名字 Other Names

英文名稱

Name in English

|  |
|--|
|  |
|--|

佔此類別已發行股份的百分比  
Percentage of Issued Shares  
Held in this Class

|  |
|--|
|  |
|--|

地址

Address Flat/Floor/Block etc.

|                |  |
|----------------|--|
| 室／樓／座等         |  |
| 大廈<br>Building |  |

街道／屋苑／地段／村等

Street/Estate/Lot/Village etc.

|  |
|--|
|  |
|--|

區／市／省／州／郵遞區號等

District/City/Province/

State/Postal Code etc.

|  |
|--|
|  |
|--|

國家／地區

Country/Region

|  |
|--|
|  |
|--|

☐ 股份是聯名持有  
Shares are Jointly Held  
(如適用，請加 ☒ 號  
Please tick if applicable.)

34 備註\*  
Remarks\*

|  |
|--|
|  |
|--|

\*例如聯名持有股份的詳情。 For example, details of jointly held shares.

2 中文姓名／名稱

Name in Chinese

|  |
|--|
|  |
|--|

持有股份數目

No. of Shares Held

|  |
|--|
|  |
|--|

英文姓名

Name in English

|  |  |
|--|--|
|  |  |
|--|--|

或 OR

姓氏 Surname

名字 Other Names

英文名稱

Name in English

|  |
|--|
|  |
|--|

佔此類別已發行股份的百分比  
Percentage of Issued Shares  
Held in this Class

|  |
|--|
|  |
|--|

地址

Address Flat/Floor/Block etc.

|                |  |
|----------------|--|
| 室／樓／座等         |  |
| 大廈<br>Building |  |

街道／屋苑／地段／村等

Street/Estate/Lot/Village etc.

|  |
|--|
|  |
|--|

區／市／省／州／郵遞區號等

District/City/Province/

State/Postal Code etc.

|  |
|--|
|  |
|--|

國家／地區

Country/Region

|  |
|--|
|  |
|--|

☐ 股份是聯名持有  
Shares are Jointly Held  
(如適用，請加 ☒ 號  
Please tick if applicable.)

34 備註\*  
Remarks\*

|  |
|--|
|  |
|--|

\*例如聯名持有股份的詳情。 For example, details of jointly held shares.



表格  
Form

# NAR1

續頁 A Continuation Sheet A

本申報表的結算日期

Date to which this Return is Made Up

|      |      |        |
|------|------|--------|
|      |      |        |
| 日 DD | 月 MM | 年 YYYY |

商業登記號碼

Business Registration Number

|  |
|--|
|  |
|--|

公司秘書詳情 (自然人) (第 12A 項)

Details of Company Secretary (Natural Person) (Section 12A)

中文姓名  
Name in Chinese

|  |
|--|
|  |
|--|

英文姓名  
Name in English

姓氏  
Surname

|  |
|--|
|  |
|--|

名字  
Other Names

|  |
|--|
|  |
|--|

前用姓名  
Previous Names

中文  
Chinese

|  |
|--|
|  |
|--|

英文  
English

|  |
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|  |
|--|

別名  
Alias

中文  
Chinese

|  |
|--|
|  |
|--|

英文  
English

|  |
|--|
|  |
|--|

香港通訊地址  
Hong Kong  
Correspondence  
Address

室 / 樓 / 座等  
Flat / Floor / Block etc.

|  |
|--|
|  |
|--|

大廈  
Building

|  |
|--|
|  |
|--|

街道 / 屋苑 / 地段 / 村等  
Street / Estate / Lot / Village etc.

|  |
|--|
|  |
|--|

區  
District

|  |
|--|
|  |
|--|

地區  
Region

|                |
|----------------|
| 香港 / HONG KONG |
|----------------|

電郵地址  
Email Address

|  |
|--|
|  |
|--|

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

|  |   |   |   |   |   |   |
|--|---|---|---|---|---|---|
|  | * | * | * | ( | * | ) |
|--|---|---|---|---|---|---|

(b) 護照

Passport

簽發國家 / 地區  
Issuing Country / Region

|  |
|--|
|  |
|--|

部分號碼  
Partial Number

|  |
|--|
|  |
|--|

信託或公司服務提供者牌照 Trust or Company Service Provider Licence

請填報牌照編號或在適用的空格內加上 ✓ 號 Please provide the licence no. or tick the relevant box

牌照編號  
Licence No.

|  |
|--|
|  |
|--|

☐

無須領有牌照  
Not required to  
obtain a licence

原因 Reason:

|  |
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表格  
Form

NAR1

續頁 B Continuation Sheet B

本申報表的結算日期  
Date to which this Return is Made Up

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

日 DD 月 MM 年 YYYY

商業登記號碼  
Business Registration Number

|  |
|--|
|  |
|--|

21 公司秘書詳情 (法人團體) (第 12B 項)  
Details of Company Secretary (Body Corporate) (Section 12B)

中文名稱  
Name in Chinese

|  |
|--|
|  |
|--|

英文名稱  
Name in English

|  |
|--|
|  |
|--|

22 香港地址  
Hong Kong Address

室 / 樓 / 座等  
Flat / Floor / Block etc.

|  |
|--|
|  |
|--|

大廈  
Building

|  |
|--|
|  |
|--|

街道 / 屋苑 / 地段 / 村等  
Street / Estate / Lot / Village etc.

|  |
|--|
|  |
|--|

區  
District

|  |
|--|
|  |
|--|

地區  
Region

|                |
|----------------|
| 香港 / HONG KONG |
|----------------|

17 電郵地址  
Email Address

|  |
|--|
|  |
|--|

19 商業登記號碼 Business Registration Number

|  |
|--|
|  |
|--|

20 信託或公司服務提供者牌照 Trust or Company Service Provider Licence

請填報牌照編號或在適用的空格內加上 ✓ 號 Please provide the licence no. or tick the relevant box

牌照編號  
Licence No.

|  |
|--|
|  |
|--|

☐

無須領有牌照  
Not required to  
obtain a licence

原因 Reason:

|  |
|--|
|  |
|--|



表格  
Form

NAR1

續頁 C Continuation Sheet C

本申報表的結算日期  
Date to which this Return is Made Up

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

日 DD 月 MM 年 YYYY

商業登記號碼  
Business Registration Number

|  |
|--|
|  |
|--|

董事詳情 (自然人) (第 13A 項)  
Details of Director (Natural Person) (Section 13A)

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

|    |                |   |  |  |  |
|----|----------------|---|--|--|--|
| 23 | 身分<br>Capacity | <input type="checkbox"/> 董事<br>Director | <input type="checkbox"/> 候補董事<br>Alternate<br>Director | 代替 Alternate to<br><table><tr><td></td></tr></table> |  |
|    |                |   |  |  |  |

|    |                         |                                   |                                   |                                   |  |
|----|-------------------------|-----------------------------------|-----------------------------------|-----------------------------------|--|
| 24 | 中文姓名<br>Name in Chinese | <table><tr><td></td></tr></table> |                                   |                                   |  |
|    |                         |                                   |                                   |                                   |  |
|    | 英文姓名<br>Name in English | 姓氏<br>Surname                     | <table><tr><td></td></tr></table> |                                   |  |
|    |                         |                                   |                                   |                                   |  |
|    |                         | 名字<br>Other Names                 | <table><tr><td></td></tr></table> |                                   |  |
|    |                         |                                   |                                   |                                   |  |
|    | 前用姓名<br>Previous Names  | 中文<br>Chinese                     | 英文<br>English                     | <table><tr><td></td></tr></table> |  |
|    |                         |                                   |                                   |                                   |  |
|    | 別名<br>Alias             | 中文<br>Chinese                     | <table><tr><td></td></tr></table> |                                   |  |
|    |                         |                                   |                                   |                                   |  |
|    |                         | 英文<br>English                     | <table><tr><td></td></tr></table> |                                   |  |
|    |                         |                                   |                                   |                                   |  |

|    |                                   |   |                                   |  |
|----|-----------------------------------|---|-----------------------------------|--|
| 25 | 通訊地址<br>Correspondence<br>Address | 室 / 樓 / 座等<br>Flat / Floor / Block etc.   | <table><tr><td></td></tr></table> |  |
|    |                                   |   |                                   |  |
|    |                                   | 大廈<br>Building  | <table><tr><td></td></tr></table> |  |
|    |                                   |   |                                   |  |
|    |                                   | 街道 / 屋苑 / 地段 / 村等<br>Street / Estate / Lot / Village etc.                         | <table><tr><td></td></tr></table> |  |
|    |                                   |   |                                   |  |
|    |                                   | 區 / 市 / 省 / 州 / 郵遞區號等<br>District / City / Province /<br>State / Postal Code etc. | <table><tr><td></td></tr></table> |  |
|    |                                   |   |                                   |  |
|    |                                   | 國家 / 地區<br>Country / Region   | <table><tr><td></td></tr></table> |  |
|    |                                   |   |                                   |  |

|    |                       |                                   |  |
|----|-----------------------|-----------------------------------|--|
| 26 | 電郵地址<br>Email Address | <table><tr><td></td></tr></table> |  |
|    |                       |                                   |  |

|    |  |   |   |   |   |   |   |   |   |
|----|--|---|---|---|---|---|---|---|---|
| 27 | 身分識別 Identification  |   |   |   |   |   |   |   |   |
|    | (a) 香港身分證部分號碼<br>Partial Number of Hong Kong Identity Card | <table><tr><td></td><td>*</td><td>*</td><td>*</td><td>(</td><td>*</td><td>)</td></tr></table> |   | * | * | * | ( | * | ) |
|    | *  | *   | * | ( | * | ) |   |   |   |
|    | (b) 護照<br>Passport   | 簽發國家 / 地區<br>Issuing Country / Region   |   |   |   |   |   |   |   |
|    |  | <table><tr><td></td></tr></table>   |   |   |   |   |   |   |   |
|    |  |   |   |   |   |   |   |   |   |
|    |  | 部分號碼<br>Partial Number  |   |   |   |   |   |   |   |
|    |  | <table><tr><td></td></tr></table>   |   |   |   |   |   |   |   |
|    |  |   |   |   |   |   |   |   |   |



本申報表的結算日期  
Date to which this Return is Made Up

|  |  |  |
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|  |  |  |
|--|--|--|

日 DD 月 MM 年 YYYY

商業登記號碼  
Business Registration Number

|  |
|--|
|  |
|--|

董事詳情 (法人團體) (第 13B 項) Details of Director (Body Corporate) (Section 13B)

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

|    |  |   |  |  |  |  |  |  |  |
|----|--|---|--|--|--|--|--|--|--|
| 23 | 1 身分<br>Capacity   | <input type="checkbox"/> 董事<br>Director   | <input type="checkbox"/> 候補董事<br>Alternate<br>Director | 代替 Alternate to<br><table><tr><td></td></tr></table> |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
|    | 中文名稱<br>Name in Chinese  | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
|    | 英文名稱<br>Name in English  | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
| 28 | 28 地址<br>Address   | 室 / 樓 / 座等<br>Flat / Floor / Block etc.<br><table><tr><td></td></tr></table><br>大廈<br>Building<br><table><tr><td></td></tr></table><br>街道 / 屋苑 / 地段 / 村等<br>Street / Estate / Lot / Village etc.<br><table><tr><td></td></tr></table><br>區 / 市 / 省 / 州 / 郵遞區號等<br>District / City / Province /<br>State / Postal Code etc.<br><table><tr><td></td></tr></table><br>國家 / 地區<br>Country / Region<br><table><tr><td></td></tr></table> |  |  |  |  |  |  |  |
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|    |  |   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
| 26 | 26 電郵地址<br>Email Address   | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
| 29 | 29 商業登記號碼 Business Registration Number<br>(只適用於在香港註冊的法人團體)<br>Only applicable to body corporate registered in Hong Kong) | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |

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

|    |  |   |  |  |  |  |  |  |  |
|----|--|---|--|--|--|--|--|--|--|
| 23 | 2 身分<br>Capacity   | <input type="checkbox"/> 董事<br>Director   | <input type="checkbox"/> 候補董事<br>Alternate<br>Director | 代替 Alternate to<br><table><tr><td></td></tr></table> |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
|    | 中文名稱<br>Name in Chinese  | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
|    | 英文名稱<br>Name in English  | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
| 28 | 28 地址<br>Address   | 室 / 樓 / 座等<br>Flat / Floor / Block etc.<br><table><tr><td></td></tr></table><br>大廈<br>Building<br><table><tr><td></td></tr></table><br>街道 / 屋苑 / 地段 / 村等<br>Street / Estate / Lot / Village etc.<br><table><tr><td></td></tr></table><br>區 / 市 / 省 / 州 / 郵遞區號等<br>District / City / Province /<br>State / Postal Code etc.<br><table><tr><td></td></tr></table><br>國家 / 地區<br>Country / Region<br><table><tr><td></td></tr></table> |  |  |  |  |  |  |  |
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|    |  |   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
| 26 | 26 電郵地址<br>Email Address   | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |
| 29 | 29 商業登記號碼 Business Registration Number<br>(只適用於在香港註冊的法人團體)<br>Only applicable to body corporate registered in Hong Kong) | <table><tr><td></td></tr></table>   |  |  |  |  |  |  |  |
|    |  |   |  |  |  |  |  |  |  |



本申報表的結算日期  
Date to which this Return is Made Up

|  |  |  |
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|  |  |  |
|--|--|--|

日 DD 月 MM 年 YYYY

商業登記號碼  
Business Registration Number

|  |
|--|
|  |
|--|

31

公司紀錄 (第 15 項)

Company Records (Section 15)

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

| 公司紀錄 Company Records | 地址 Address |
|----------------------|------------|
|                      |            |





**《公司條例》(第 622 章)  
第 662 條規定交付的**

**周年申報表**

**填表須知 — 表格 NAR1**

**附註**

**引言**

1. 每間私人公司、公眾公司或擔保公司必須向公司註冊處處長(「處長」)交付一份周年申報表登記。公司董事及公司秘書有責任確保申報表正確反映公司於申報表的日期的狀況。
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。

**交付表格的期限**

4. **本表格必須於申報表的日期後 42 日內交付處長登記。**你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格不會視作曾為遵從《公司條例》中有關條文的規定而交付處長。不論公司屬何類別，**逾期提交者均須繳付較高的註冊費用。**

**費用**

5. 本表格必須連同正確的註冊費用一併交付，否則公司註冊處不會接納。公司註冊處將依據公司重新交付表格的日期，計算所需繳付的註冊費用。有關所需費用的詳情，請參閱《主要服務收費表》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**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，並將依據公司重新交付已簽妥的表格的日期，計算所需繳付的註冊費用。

**商業登記號碼**

7. 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」，或向經還冊公司所發出的「還冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

**商業名稱 (第 2 項)**

8. 除公司名稱外，請申報所採用的任何商業名稱。

**公司類別 (第 3 項)**

9. 請按照公司註冊處網站([www.cr.gov.hk](http://www.cr.gov.hk))提供的業務性質類別填報公司經營業務性質的編碼及描述。如公司經營多類業務，請填報最主要的一類。

**本申報表的結算日期（第 4 項）**

10. 請述明申報表的結算日期。
- (a) 就某一年而言，私人公司如非經還冊公司，其申報表日期是該公司成立為法團之日在該年中的周年日。
  - (b) 就某一年而言，私人公司如屬經還冊公司，其申報表日期是該公司的還冊日在該年中的周年日。
  - (c) 就某一財政年度而言，公眾公司的申報表日期，即該公司的會計參照期結束後的 6 個月屆滿之日。
  - (d) 就某一財政年度而言，屬擔保有限公司的申報表日期，即該公司的會計參照期結束後的 9 個月屆滿之日。

**隨本表格交付的財務報表所涵蓋的會計期（第 5 項）**

11. (a) 公眾公司或擔保有限公司的周年申報表須隨附根據《公司條例》第 430 條須送交該公司每名成員的關乎該財政年度的報告文件的副本，包括財務報表、董事報告及就該財務報表作出的核數師報告。該等副本須經該公司的一名董事或公司秘書核證為真實副本。
- (b) 如 (a) 段所述的任何文件所用的語文既非中文亦非英文，該文件的經核證英文或中文譯本必須附於該文件。

**在香港的註冊辦事處地址（第 6 項）**

12. 註冊辦事處的地址必須為公司於申報表的日期當日的地址。本處不接納非香港地址、「轉交」地址及郵政信箱號碼。

**電郵地址及香港聯絡電話號碼（第 7 及 8 項）**

13. 請提供公司的電郵地址及香港聯絡電話號碼以方便聯絡。如上述資料有任何更改，請以表格 NR1 通知公司註冊處。

**股本（第 11 項）**

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

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

| 截至本申報表的日期 As at the Date of this Return  |                  |                     |                     |   |
|--|------------------|---------------------|---------------------|---|
| 股份的類別<br>(如普通股／<br>優先股等)<br>Class of Shares<br>(e.g. Ordinary／<br>Preference etc.) | 貨幣單位<br>Currency | 已發行股份 Issued Shares |                     |   |
|  |                  | 總數<br>Total Number  | 總款額<br>Total Amount | 已繳或視作<br>已繳的總款額<br>Total Amount Paid up or<br>Regarded as Paid up |
| 普通股  | 港元               | 5000                | 5000                | 5000  |
|  |                  |                     |                     |   |
| 總數<br>Total  | 港元               | 5000                | 5000                | 5000  |

公司秘書 (第 12 項)

15. 屬自然人的公司秘書的姓名，必須與其香港身分證上所載的姓名一致。如該人並非香港身分證持有人，則必須與其護照上所載的姓名一致。
16. 請申報屬自然人的公司秘書 在香港的通訊地址。本處不接納非香港地址及郵政信箱號碼。
17. 請提供公司秘書的電郵地址(如有的話) 以方便聯絡。如電郵地址有任何更改，請以表格 ND2B 通知公司註冊處。
18. (a) 請填報香港身分證的 部分號碼。如該人並非香港身分證持有人，請提供其所持護照的 部分號碼及簽發國家／地區。請根據以下有關「部分號碼」的描述填報「部分號碼」。

「部分號碼」指－

- (i) 如組成身分識別號碼的字母或數目字元序列的字元數目是雙數(不包括空位、標點符號及標記符號)－該序列的前半部分；或
- (ii) 如組成身分識別號碼的字母或數目字元序列的字元數目是單數(不包括空位、標點符號及標記符號)－該序列的首個字元開始，至處於該序列正中間位置的字元為止的部分。

例子：

香港身分證號碼

| 完整號碼<br>(包括括號內的數字或字母) | 部分號碼<br>(即所有英文字母及首三個數字) |
|-----------------------|-------------------------|
| A123456(7)            | A 1 2 3 * * * ( * )     |
| AA123456(7)           | A A 1 2 3 * * * ( * )   |

護照號碼

| 完整號碼<br>(包括標點符號及標記符號) | 部分號碼    |
|-----------------------|---------|
| ABCD1234567           | ABCD12  |
| ABCD12345678          | ABCD12  |
| ABCD123456789         | ABCD123 |
| ABC-123-4             | ABC1    |
| #A1234567H(*)         | A1234   |

- (b) 如公司秘書屬自然人，並曾根據以上描述，在公司註冊處登記其香港身分證或護照的 部分號碼，請填報該 部分號碼。
- (c) 請勿在有關空格內填報完整的身分識別號碼，格內所填報的資料會供公眾查閱。
- (d) 如該項資料未曾在本處登記，請在有關的空格內填上「無」。
19. 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／註冊的公司所發出的「公司註冊證明書」或「非香港公司註冊證明書」，以及公司註冊處向經還冊公司所發出的「還冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

20. 根據《打擊洗錢及恐怖分子資金籌集條例》(第 615 章)(「該條例」)第 53F 條，任何人如未領有處長批給的「信託或公司服務提供者牌照」(「牌照」)的情況下在香港經營信託或公司服務業務，即屬犯罪。

如公司秘書為信託或公司服務持牌人，請在有關的空格內填報其牌照編號。

如公司秘書是憑藉該條例第 53B 條無須領有牌照以經營信託或公司服務業務；或並非以業務形式在香港經營信託或公司服務，因而未領有牌照，請在適用的空格內加上✓號，並提供無須領有牌照的原因。如對是否應該領有牌照存有疑問，請瀏覽信託及公司服務提供者註冊辦事處(「該辦事處」)的網站([www.tcsp.cr.gov.hk](http://www.tcsp.cr.gov.hk))查閱有關信託或公司服務提供者發牌制度的詳情，或向該辦事處查詢。如有需要，請就有關事宜尋求獨立的法律意見。

21. 如某商號的所有合夥人為公司的聯名公司秘書，請在第 12B 項供公司秘書(法人團體)填報的空格內填報商號名稱及其在香港的主要辦事處的地址。本處不接納非香港地址、「轉交」地址及郵政信箱號碼。
22. 如公司秘書屬法人團體，請註明其在香港的註冊辦事處或主要辦事處的地址。本處不接納非香港地址、「轉交」地址及郵政信箱號碼。

#### 董事 (第 13 項)

23. 請述明董事的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。
24. 屬自然人的董事或備任董事的姓名，必須與其香港身分證上所載的姓名一致。如該人並非香港身分證持有人，則必須與其護照上所載的姓名一致。
25. 請申報屬自然人的董事或備任董事的通訊地址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納郵政信箱號碼。
26. 請提供董事或備任董事的電郵地址(如有的話)以方便聯絡。如電郵地址有任何更改，請以表格 ND2B 或 ND7 通知公司註冊處。
27. (a) 請填報香港身分證的部分號碼。如該人並非香港身分證持有人，請提供其所持護照的部分號碼及簽發國家／地區。有關填報身分識別的部分號碼的詳情及例子，請參閱附註 18。
- (b) 如董事或備任董事曾根據附註 18 的描述，在公司註冊處登記其香港身分證或護照的部分號碼，請填報該部分號碼。
- (c) 請勿在有關空格內填報完整的身分識別號碼，格內所填報的資料會供公眾查閱。
- (d) 如該項資料未曾在本處登記，請在有關的空格內填上「無」。
28. 如董事屬法人團體，請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時申報「國家／地區」一欄。本處不接納「轉交」地址及郵政信箱號碼。
29. 在香港註冊的法人團體董事，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／註冊的公司所發出的「公司註冊證明書」或「非香港公司註冊證明書」，以及公司註冊處向經還冊公司所發出的「還冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

#### 有股本公司的成員詳情 (第 14 項)

30. 有股本的公司申報公司成員的詳情，可使用(a)附表一(適用於非上市公司)或附表二(適用於上市公司)；或(b)唯讀光碟或唯讀型數碼多功能光碟。如使用唯讀光碟或唯讀型數碼多功能光碟，請以公司註冊處指定格式的 Excel 檔案申報公司成員的詳情，該 Excel 檔案可在公司註冊處網站([www.cr.gov.hk](http://www.cr.gov.hk))下載。如已交付相關的光碟，則附表一或附表二無須夾附於本表格。

### 公司紀錄 (第 15 項)

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

### 《董事責任指引》

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

### 非上市公司的成員詳情 (附表一)

33. (a) 每類別股份的已發行總數必須與申報表第 11 項中所申報該類別股份的已發行股份總數相同。
- (b) 請填報每名成員的姓名／名稱及地址及持有股份的數目。

如果股份是由 2 名或多於 2 名人士聯名持有，請：

- (i) 先填報 載於成員登記冊上就該些股份排名最先的聯名持有人 的姓名／名稱及地址，並填上與其他人士聯名持有的股份的數目；
- (ii) 在相關空格內加上 ✓ 號，以顯示該些股份為聯名持有；
- (iii) 在「備註」一欄內填寫所有其他聯名持有該些股份人士的姓名／名稱；及
- (iv) 在接著於用以填報成員詳情的相關空格內，填報 所有其他聯名持有人 的姓名／名稱及地址及在「持有股份數目」空格內填上「不適用」。相關的空格內亦應加上 ✓ 號，以顯示該些股份是聯名持有，並在「備註」一欄內填寫所有其他聯名持有該些股份人士的姓名／名稱。

在填報聯名股份持有人的資料時，請參閱公司註冊處網站([www.cr.gov.hk](http://www.cr.gov.hk))提供的參考例子。如有需要，請就申報有關詳情尋求獨立的法律意見。

- (c) 如自上一份周年申報表的日期起(如屬首份申報表，而該公司不是經遷冊公司，則自該公司成立為法團當日起；如該公司是經遷冊公司，則自其遷冊日起)有任何股份轉讓、任何成員詳情的更改、任何公司股本結構的更改，例如：某一類別股份轉換為另一類別股份、或已發行的股份被公司沒收等，請在「備註」一欄，提供有關詳情。如相關股份已被多次轉讓，請在「備註」一欄中註明所有轉讓。

在填報「備註」一欄時，請參閱公司註冊處網站([www.cr.gov.hk](http://www.cr.gov.hk))提供的參考例子。如有需要，請就申報有關詳情尋求獨立的法律意見。

- (d) 如公司備存成員登記支冊，而該登記支冊所載記項的詳情與需要載於周年申報表內的事項有關，而且該周年申報表是在該等記項的文本送抵該公司的註冊辦事處之後交付處長，請申報有關的詳情。

### 上市公司的成員詳情（附表二）

34. (a) 上市公司須於附表二提供的成員詳情，僅限於周年申報表的日期當日持有該公司任何類別股份中的不少於 5%發行股本的成員的詳情。
- (b) 請提供需要填報成員的姓名／名稱及地址、持有股份的數目及其佔該類別已發行股份的百分比。

如果股份是由 2 名或多於 2 名人士聯名持有，請：

- (i) 先填報載於成員登記冊上就該些股份排名最先的聯名持有人的姓名／名稱及地址，並填上與其他人士聯名持有的股份的數目及其佔該類別已發行股份的百分比；
- (ii) 在相關空格內加上 ✓ 號，以顯示該些股份為聯名持有；
- (iii) 在「備註」一欄內填寫所有其他聯名持有該些股份人士的姓名／名稱；及
- (iv) 在接著於用以填報成員詳情的相關空格內，填報所有其他聯名持有人的姓名／名稱及地址及在「持有股份數目」及「佔該類別已發行股份的百分比」的空格內填上「不適用」。相關的空格內亦應加上 ✓ 號，以顯示該些股份是聯名持有，並在「備註」一欄內填寫所有其他聯名持有該些股份人士的姓名／名稱。

在填報聯名股份持有人的資料時，請參閱公司註冊處網站([www.cr.gov.hk](http://www.cr.gov.hk))提供的參考例子。如有需要，請就申報有關詳情尋求獨立的法律意見。

## ANNUAL RETURN

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

### Notes for Completion of Form NAR1

#### Introduction

1. Every private company, public company or company limited by guarantee must make an annual return which should be delivered to the Registrar of Companies (the Registrar) for registration. It is the duty of the director(s) and the company secretary to ensure that the return accurately reflects the affairs of the company as at the date of the 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.

#### Deadline for Delivery of this Form

4. **This form must be delivered to the Registrar for registration within 42 days after the return date of the company** by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies Ordinance. Regardless of the types of companies, **late submission will be subject to payment of a higher registration fee.**

#### Fee

5. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. The registration fee payable will be calculated according to the resubmission date of the form. Please refer to the information pamphlet on 'Price Guide to Main Services' for the correct fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### Signature

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

#### Business Registration Number

7. 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.

#### Business Name (Section 2)

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

#### Type of Company (Section 3)

9. Please provide the code and description of the business nature of the company in accordance with the categories of business nature which are available from the Companies Registry's website ([www.cr.gov.hk](http://www.cr.gov.hk)). If the company carries on more than one category of business, please provide the major category.

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

10. Please state the date to which the Annual Return is made up.
- (a) For a private company that is not a re-domiciled company, the return date in respect of a particular year is the anniversary of the date of the company's incorporation in that particular year.
  - (b) For a private company that is a re-domiciled company, the return date in respect of a particular year is the anniversary of the company's re-domiciliation date in that particular year.
  - (c) For a public company, the return date in respect of a particular financial year is the date that is 6 months after the end of its accounting reference period.
  - (d) For a company limited by guarantee, the return date in respect of a particular financial year is the date that is 9 months after the end of its accounting reference period.

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

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

**Address of Registered Office in Hong Kong (Section 6)**

12. The address must be the registered office address as at the date of the return. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable.

**Email Address and Hong Kong Contact Telephone Number (Sections 7 and 8)**

13. Please provide the email address and contact telephone number in Hong Kong of the company to facilitate communication. If there is any change in the above information, please use Form NR1 to notify the Companies Registry.

**Share Capital (Section 11)**

14. A company having a share capital must report the details of its issued and paid up share capital. An example is provided below for reference only.

e.g. ABC Company Limited has issued 5,000 ordinary shares which are fully paid as at the date of this return.

| 截至本申報表的日期 As at the Date of this Return  |                  |                     |                     |   |
|--|------------------|---------------------|---------------------|---|
| 股份的類別<br>(如普通股／<br>優先股等)<br>Class of Shares<br>(e.g. Ordinary/<br>Preference etc.) | 貨幣單位<br>Currency | 已發行股份 Issued Shares |                     |   |
|  |                  | 總數<br>Total Number  | 總款額<br>Total Amount | 已繳或視作<br>已繳的總款額<br>Total Amount Paid up or<br>Regarded as Paid up |
| Ordinary   | HKD              | 5000                | 5000                | 5000  |
|  |                  |                     |                     |   |
| 總數<br>Total  | HKD              | 5000                | 5000                | 5000  |



**Company Secretary (Section 12)**

15. The name of the company secretary who is a natural person must be the same as stated in his or her Hong Kong Identity Card or, if he or she does not hold a Hong Kong Identity Card, in his or her passport.
16. Please provide the correspondence address in Hong Kong of the company secretary who is a natural person. Non-Hong Kong addresses and post office box numbers are not acceptable.
17. Please provide the email address of the company secretary, if any, to facilitate electronic communication. If there is any change in the email address, please use Form ND2B to notify the Companies Registry.
18. (a) Please provide the partial number of Hong Kong Identity Card or, in the absence of a Hong Kong Identity Card, the partial number and issuing country/region of the passport according to the description of "Partial number" below:

Partial number means —

- (i) if the identification number comprises a sequence of an even number of alphanumeric characters (excluding spaces, punctuation marks and symbols) — the first half of the sequence; or
- (ii) if the identification number comprises a sequence of an odd number of alphanumeric characters (excluding spaces, punctuation marks and symbols) — the part that begins with the first character in the sequence and ends with the character that falls on the middle of the sequence.

e.g.

**Hong Kong Identity Card Number**

| Full Number<br>(including the digit or<br>alphabet in brackets) | Partial Number<br>(i.e. all the alphabets and the first three digits)  |   |   |   |   |   |   |   |   |   |   |   |
|---|--|---|---|---|---|---|---|---|---|---|---|---|
| A123456(7)  | <table><tr><td>A</td><td>1</td><td>2</td><td>3</td><td>*</td><td>*</td><td>*</td><td>(</td><td>*</td><td>)</td></tr></table>           | A | 1 | 2 | 3 | * | * | * | ( | * | ) |   |
| A   | 1  | 2 | 3 | * | * | * | ( | * | ) |   |   |   |
| AA123456(7)   | <table><tr><td>A</td><td>A</td><td>1</td><td>2</td><td>3</td><td>*</td><td>*</td><td>*</td><td>(</td><td>*</td><td>)</td></tr></table> | A | A | 1 | 2 | 3 | * | * | * | ( | * | ) |
| A   | A  | 1 | 2 | 3 | * | * | * | ( | * | ) |   |   |

**Passport Number**

| Full Number<br>(including punctuation marks<br>and symbols) | Partial Number |
|---|----------------|
| ABCD1234567   | ABCD12         |
| ABCD12345678  | ABCD12         |
| ABCD123456789   | ABCD123        |
| ABC-123-4   | ABC1           |
| #A1234567H(*)   | A1234          |

- (b) If the company secretary is a natural person and has previously registered the partial number of his or her Hong Kong Identity Card or passport with the Companies Registry according to the description above, please provide that partial number.
- (c) Please DO NOT fill in the full identification number in the box provided. Information provided in the box is available for public inspection.
- (d) If no such particulars have been registered, please state 'Nil' in the boxes provided.
19. 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. The business registration number is also adopted as the "No." on the "Certificate of Incorporation" or "Certificate of Registration of Non-Hong Kong Company" issued by the Companies Registry to companies incorporated/registered on or after 27 December 2023, or the "Certificate of Re-domiciliation" issued to re-domiciled companies.

20. It is an offence under section 53F of the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615) (AMLO) to carry on a trust or company service business in Hong Kong without a trust or company service provider (TCSP) licence granted by the Registrar.

If the company secretary is a TCSP licensee, please provide his/her/its Licence Number in the box provided.

If the company secretary is not required, by virtue of section 53B of the AMLO, to obtain a TCSP licence to carry on a trust or company service business or is not carrying on a trust or company service in Hong Kong by way of business, and, therefore, has not obtained a licence, please tick the relevant box and state the reason for not requiring to obtain a licence. If there are doubts as to whether it is necessary to obtain a licence or not, please visit the website of the Registry for Trust and Company Service Providers (the TCSP Registry) ([www.tcsp.cr.gov.hk](http://www.tcsp.cr.gov.hk)) for details of the licensing regime for TCSPs or approach the TCSP Registry for enquiry. Please seek independent legal advice on the matter, if necessary.

21. If all the partners in a firm are joint company secretaries of the company, please state the name of the firm and the address of its principal office in Hong Kong in the boxes provided for Company Secretary (Body Corporate) in Section 12B. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable.
22. If the company secretary is a body corporate, the address of its registered or principal office in Hong Kong should be given. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable.

#### **Directors (Section 13)**

23. Please state the capacity(ies) of the director(s). In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it is the alternate.
24. The name of the director who is a natural person or reserve director must be the same as stated in his or her Hong Kong Identity Card or, if he or she does not hold a Hong Kong Identity Card, in his or her passport.
25. Please provide the correspondence address of a director or reserve director who is a natural person. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. Post office box numbers are not acceptable.
26. Please provide the email address of the director or reserve director, if any, to facilitate electronic communication. If there are any changes in the email address, please use Form ND2B or ND7 to notify the Companies Registry.
27. (a) Please provide the partial number of Hong Kong Identity Card or, in the absence of a Hong Kong Identity Card, the partial number and issuing country/region of the passport. Please refer to Note 18 on the details and examples of partial number.
- (b) If the director or reserve director has previously registered the partial number of his or her Hong Kong Identity Card or passport with the Companies Registry according to the description of Note 18 above, please provide that partial number.
- (c) Please DO NOT fill in the full identification number in the box provided. Information provided in the box is available for public inspection.
- (d) If no such particulars have been registered, please state 'Nil' in the boxes provided.
28. If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses and post office box numbers are not acceptable.
29. If the director is a body corporate registered in Hong Kong, 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. The business registration number is also adopted as the "No." on the "Certificate of Incorporation" or "Certificate of Registration of Non-Hong Kong Company" issued by the Companies Registry to companies incorporated/registered on or after 27 December 2023, or the "Certificate of Re-domiciliation" issued to re-domiciled companies.

#### Particulars of Member(s) of a Company Having a Share Capital (Section 14)

30. A company having a share capital can provide particulars of member(s) either (a) in Schedule 1 (applicable to a non-listed company) or Schedule 2 (applicable to a listed company), or (b) in the form of CD-ROM or DVD-ROM. If CD-ROM or DVD-ROM is used, particulars of member(s) must be provided in Excel file format and in the form specified by the Companies Registry which can be downloaded from the Companies Registry's website ([www.cr.gov.hk](http://www.cr.gov.hk)). If a CD-ROM or DVD-ROM is delivered, Schedule 1 or Schedule 2 is not required to be attached to this form.

#### Company Records (Section 15)

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

#### 'A Guide on Directors' Duties'

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

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

33. (a) For each class of shares, the total number of issued shares for the class must agree with the total number of issued shares for that class as reported in Section 11 of the return.
- (b) Please provide the full name and address of each member and the number of shares held.

In case a share is / shares are jointly held by 2 or more persons, please:

- (i) report the full name and address of the joint shareholder whose name appears first in order in respect of such shares in the register of members and fill in the number of shares held with other joint shareholders;
- (ii) tick the relevant box to indicate that the shares are jointly held;
- (iii) report all the other joint shareholders' names in the "Remarks" box; and
- (iv) report the names and addresses of all the other joint shareholders in the subsequent boxes for reporting particulars of members and state "N/A" in the "No. of Shares Held" box. The box to indicate that the shares are jointly held should be ticked if it is so and the names of all the other joint shareholders should be stated in the "Remarks" box.

When completing the information of joint shareholders, please refer to the examples provided in the Companies Registry's website ([www.cr.gov.hk](http://www.cr.gov.hk)). Please seek independent legal advice on the reporting of the relevant particulars, if necessary.

- (c) If since the date of the last annual return (or in the case of the company's first return, since the date of incorporation for a company that is not a re-domiciled company or since the re-domiciliation date for a company that is a re-domiciled company), there have been any transfers of shares, any changes in the particulars of the members, any changes in the structure of the share capital, e.g. conversion of one class of shares into shares of another class, or any forfeitures of issued shares etc., please provide such information in the "Remarks" box. If the shares concerned have been transferred more than once, please indicate all the transfers in the "Remarks" box.

When completing the "Remarks" box, please refer to the examples provided in the Companies Registry's website ([www.cr.gov.hk](http://www.cr.gov.hk)). Please seek independent legal advice on the reporting of the relevant particulars, if necessary.

- (d) If the company keeps a branch register of members and the particulars of the entries in that register relate to matters which are required to be contained in the annual return, particulars of the entries in that register should be included in the annual return if copies of those entries have been received at the registered office of the company before the annual return is delivered to the Registrar.

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

34. (a) The particulars of members of a listed company to be provided in Schedule 2 are limited to those relating to members who held not less than 5% of the issued shares in any class of the company's shares as at the date of the return.
- (b) Please provide the full names and addresses of the members that are required to be reported, the number of shares held and the percentage of issued shares held in the class concerned.

In case a share is / shares are jointly held by 2 or more persons, please:

- (i) report the full name and address of the joint shareholder whose name appears first in order in respect of such shares in the register of members and fill in the number of shares held with other joint shareholders and the percentage of issued shares held in the class concerned;
- (ii) tick the relevant box to indicate that the shares are jointly held;
- (iii) report all the other joint shareholders' names in the "Remarks" box; and
- (iv) report the names and addresses of all the other joint shareholders in the subsequent boxes for reporting particulars of members and state "N/A" in the "No. of Shares Held" box and the "Percentage of Issued Shares Held in this Class" box. The box to indicate that the shares are jointly held should be ticked if it is so and the names of all the other joint shareholders should be stated in the "Remarks" box.

When completing the information of joint shareholders, please refer to the example provided in the Companies Registry's website ([www.cr.gov.hk](http://www.cr.gov.hk)). Please seek independent legal advice on the reporting of the relevant particulars, if necessary.



公司註冊處  
Companies Registry

押記詳情的陳述  
(屬一個債權證系列的組成部分的債權證)  
**Statement of Particulars of Charge**  
(For Debenture Forming Part of a Series)

表格 **NM8**  
Form

商業登記號碼  
Business Registration Number

註 Note

1 公司名稱 Company Name

2 A. 提述載有該項指明押記的文書的簽立日期

Date of Execution of the Instrument by Reference to which  
a Specified Charge is Given

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

或 OR

B. 簽立有關債權證系列的首份債權證以設立指明押記的日期  
Date of Execution of the First Debenture of the Series  
Creating a Specified Charge

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

3 債權證持有人的受託人(如有的話)的姓名或名稱

Names of Trustees, if any, for the Debenture Holders

10

4 有關債權證應支付的佣金、津貼或折扣

Commission, Allowance or Discount Payable in Relation to the Debenture

A. 款額 Amount

或 OR

B. 百分率 Percentage

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

5 隨本表格交付的文書類別  
Type of Instrument Delivered with this Form

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

☐ 提述載有該項指明押記的文書的經核證副本  
A certified copy of the Instrument by reference to which the specified charge is given

或 OR

☐ 債權證系列的任何一份債權證的經核證副本  
A certified copy of any one debenture of the series

6

簽署 Signed :

姓名 Name : \_\_\_\_\_ 日期 Date : \_\_\_\_\_

公司／承按人／承押記人\*  
(董事／公司秘書／授權代表\*)  
Company／Mortgagee／Chargee \*  
(Director／Company Secretary／  
Authorized Representative \*)

日 DD / 月 MM / 年 YYYY

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

**《公司條例》(第 622 章)  
第 335(2)、336(2)、338A(4)、340(3) 及 342(3) 條規定交付的**

**押記詳情的陳述  
(屬一個債權證系列的組成部分的債權證)**

**填表須知 — 表格 NM8**

**附註**

**引言**

1. 根據《公司條例》第335(2)、336(2)、338A(4)及340(3)條，公司或註冊非香港公司須將有關屬一個債權證系列的組成部分的債權證押記的詳情的陳述，以本表格連同有關的指明的文書的經核證副本，交付公司註冊處處長(「處長」)登記。

2. 本表格適用於以下情況—

**(a) 公司設立的指明押記—第335(2)條**

- (i) 如公司設立了一項指明押記，而該項押記是藉在屬一個債權證系列的組成部分的債權證提述任何其他載有該項押記的文書而由該債權證給予的(不論該債權證是否亦載有該項押記)，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，公司須在指明的登記期內，以本表格將關於該項押記的詳情的陳述，連同載有該項押記的文書(指明文書)的經核證副本，交付處長登記。指明的登記期為簽立該文書後的一個月。如有關指明押記是在香港以外設立，並且包含在香港以外的財產，則登記期是有關指明文書的經核證副本(如付出應有努力發送)可在經正常的郵遞程序於香港接獲的日期後的一個月。
- (ii) 如公司設立了一項指明押記，而該項押記是載於屬一個債權證系列的組成部分的債權證，但不是藉在該債權證提述任何其他文書而由該債權證給予的，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，公司須在指明的登記期內，以本表格將關於該項押記的詳情的陳述，連同有關債權證系列的任何一份債權證(指明文書)的經核證副本，交付處長登記。指明的登記期為簽立有關債權證系列的首份債權證後的一個月。如有關指明押記是在香港以外設立，並且包含在香港以外的財產，則登記期是有關指明文書的經核證副本(如付出應有努力發送)可在經正常的郵遞程序於香港接獲的日期後的一個月。

**(b) 註冊非香港公司設立的指明押記—第336(2)條**

- (i) 如註冊非香港公司就其在香港境內的財產設立了一項指明押記，而該項押記是藉在屬一個債權證系列的組成部分的債權證提述任何其他載有該項押記的文書而由該債權證給予的(不論該債權證是否亦載有該項押記)，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，註冊非香港公司須在簽立該文書後的一個月內，以本表格將關於該項押記的詳情的陳述，連同載有該項押記的文書(指明文書)的經核證副本，交付處長登記。
- (ii) 如註冊非香港公司就其在香港境內的財產設立了一項指明押記，而該項押記是載於屬一個債權證系列的組成部分的債權證，但不是藉在該債權證提述任何其他文書而由該債權證給予的，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，註冊非香港公司須在簽立有關債權證系列的首份債權證後的一個月內，以本表格將關於該項押記的詳情的陳述，連同有關債權證系列的任何一份債權證(指明文書)的經核證副本，交付處長登記。

(c) 註冊非香港公司在根據《公司條例》第16部註冊之日已就財產設立的押記—第340(1)(a)(i)及340(3)條

在註冊非香港公司根據《公司條例》第16部註冊之日，如該公司有在香港境內的受該公司設立的押記規限的財產，或受在取得該財產時已存在的押記規限的財產，而該項押記所屬的種類，是假使它是在該公司根據第16部註冊後才由該公司設立，或該公司是在該項註冊後才取得該財產，則該公司便須按《公司條例》第336(1)條的規定將關於該項押記的詳情的陳述交付登記者—

- (i) 如該項押記是藉在屬一個債權證系列的組成部分的債權證提述任何其他載有該項押記的文書而由該債權證給予的(不論該債權證是否亦載有該項押記)，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，該註冊非香港公司須在其根據第16部註冊的日期後的一個月內，以本表格將關於該項押記的詳情的陳述，連同載有該項押記的文書的經核證副本，交付處長登記；或
- (ii) 如該項押記是載於屬一個債權證系列的組成部分的債權證，但不是藉在該債權證提述任何其他文書而由該債權證給予的，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，該註冊非香港公司須在其根據第16部註冊的日期後的一個月內，以本表格將關於該項押記的詳情的陳述，連同有關債權證系列的任何一份債權證的經核證副本，交付處長登記。

(d) 經還冊公司在還冊日之前設立的押記—第338A(4)條

如任何在香港以外地方成立為法團的公司，在其成為經還冊公司前，設立了某項押記，而該項押記在還冊日是存在的，及其所屬的種類，是假使它是在該日或在該日之後，才由該經還冊公司設立，該經還冊公司便須按《公司條例》第335條的規定將關於該項押記的詳情的陳述交付登記者—

- (i) 如該項押記是藉在屬一個債權證系列的組成部分的債權證提述任何其他載有該項押記的文書而由該債權證給予的(不論該債權證是否亦載有該項押記)，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，該經還冊公司須在還冊日之後的一個月內，以本表格將關於該項押記的詳情的陳述，連同載有該項指明押記的文書的經核證副本，交付處長登記；或
- (ii) 如該項押記是載於屬一個債權證系列的組成部分的債權證，但不是藉在該債權證提述任何其他文書而由該債權證給予的，而每名該債權證系列的債權證的持有人，均對該項押記的權益享有同等權利，該經還冊公司須在還冊日之後的一個月內，以本表格將關於該項押記的詳情的陳述，連同有關債權證系列的任何一份債權證的經核證副本，交付處長登記。

- 3. 就公司或註冊非香港公司設立的指明押記，公司有責任將該項押記的詳情的陳述，連同指明文書的經核證副本交付處長登記，惟擁有該項押記的權益的人亦可將關於該項押記的詳情的陳述，連同指明文書的經核證副本，交付處長登記。
- 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，則該表格不會視作曾為遵從《公司條例》中有關條文的規定而交付處長。

**費用**

- 7. 本表格必須連同正確的費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《主要服務收費表》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。



## 簽署

8. 凡本表格是由公司或註冊非香港公司簽署，則須由其董事或公司秘書，或為此目的獲授權的人簽署。

凡本表格是由擁有該項押記的權益的人簽署，則須以下述方式簽署—

- (a) 如擁有該項押記的權益的人是自然人，則由該人親自簽署，或由其為此目的授權的人簽署；或
- (b) 如擁有該項押記的權益的人是法人團體，則由擁有該項押記的權益的人的董事或公司秘書簽署，或由擁有該項押記的權益的人為此目的授權的人簽署。

公司註冊處不接納未簽署的表格。

## 商業登記號碼

9. 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／註冊的公司所發出的「公司註冊證明書」或「非香港公司註冊證明書」，以及公司註冊處向經還冊公司所發出的「還冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

## 有關債權證應支付的佣金、津貼或折扣的詳情的陳述（第4項）

10. 如一

- (a) 公司或註冊非香港公司直接或間接支付或提供任何佣金、津貼或折扣予任何人，作為該人作出以下事情的代價—
  - (i) 無條件或有條件地認購該公司的任何債權證，或同意如此認購該等債權證；或
  - (ii) 促使或同意促使無條件或有條件地認購該公司的任何債權證；
- (b) 該債權證屬一個債權證系列的組成部份，並載有押記或藉提述任何其他載有押記的文書而給予該項押記；
- (c) 該項押記是由該公司或註冊非香港公司設立的；及
- (d) 該項押記的詳情的陳述須根據《公司條例》第335(1)、336(1)、338A(4)或340(2)條以本表格交付登記

公司必須，或擁有該項押記權益的人（不適用於根據《公司條例》第338A(5)及340(3)條交付登記的押記的詳情的陳述）可在登記期（見本須知第2項）內將關於有關債權證應支付的佣金、津貼或折扣的詳情的陳述在本表格第4項申報並交付處長登記。

**STATEMENT OF PARTICULARS OF CHARGE  
(FOR DEBENTURE FORMING PART OF A SERIES)**

**For the purposes of sections 335(2), 336(2), 338A(4), 340(3) and 342(3)  
of Companies Ordinance (Cap. 622)**

**Notes for Completion of Form NM8**

**Introduction**

1. According to sections 335(2), 336(2), 338A(4) and 340(3) of the Companies Ordinance (the CO), a company or a registered non-Hong Kong company must deliver to the Registrar of Companies (the Registrar) for registration a statement of particulars of charge which is given in a debenture forming part of a series by reference to any other instrument containing the charge or is contained in a debenture forming part of a series, together with a certified copy of the specified instrument.
2. This form is applicable to the following situations —
  - (a) Specified charge created by a company – Section 335(2)
    - (i) Where a specified charge created by a company is given in a debenture forming part of a series by reference to any other instrument containing the charge (whether or not also contained in the debenture) and every holder of the debentures of the series is entitled equally to the benefit of the charge, the company must deliver a statement of the particulars of the charge in this form, together with a certified copy of the instrument by reference to which the specified charge is given (specified instrument), to the Registrar for registration within the specified registration period. The specified registration period is one month after the execution of the specified instrument. Where the specified charge is created outside Hong Kong and comprising property situate outside Hong Kong, the registration period is one month after the date on which a certified copy of the specified instrument could, if despatched with due diligence, have been received in Hong Kong in due course of post.
    - (ii) Where a specified charge created by a company is contained in a debenture forming part of a series (but not given in the debenture by reference to any other instrument) and every holder of the debentures of the series is entitled equally to the benefit of the charge, the company must deliver a statement of the particulars of the charge in this form, together with a certified copy of any one debenture of the series (specified instrument), to the Registrar for registration within the specified registration period. The specified registration period is one month after the execution of the first debenture of the series. Where the specified charge is created outside Hong Kong and comprising property situate outside Hong Kong, the registration period is one month after the date on which a certified copy of the specified instrument could, if despatched with due diligence, have been received in Hong Kong in due course of post.
  - (b) Specified charge created by a registered non-Hong Kong company – Section 336(2)
    - (i) Where a specified charge created by a registered non-Hong Kong company on property in Hong Kong of the company is given in a debenture forming part of a series by reference to any other instrument containing the charge (whether or not also contained in the debenture) and every holder of the debentures of the series is entitled equally to the benefit of the charge, the registered non-Hong Kong company must deliver a statement of the particulars of the charge in this form, together with a certified copy of the instrument by reference to which the specified charge is given (specified instrument), to the Registrar for registration within one month after the execution of the specified instrument.
    - (ii) Where a specified charge created by a registered non-Hong Kong company is contained in a debenture forming part of a series (but not given in the debenture by reference to any other instrument) and every holder of the debentures of the series is entitled equally to the benefit of the charge, the registered non-Hong Kong company must deliver a statement of the particulars of the charge in this form, together with a certified copy of any one debenture of the series (specified instrument), to the Registrar for registration within one month after the execution of the first debenture of the series.

(c) Charge created by a registered non-Hong Kong company existing on property on its date of registration under Part 16 of the CO – Sections 340(1)(a)(i) and 340(3)

If a registered non-Hong Kong company has, on the date of its registration under Part 16 of the CO, property in Hong Kong subject to a charge created by the company and the charge is of a kind that a statement of its particulars would have been required by section 336(1) of the CO to be delivered for registration had the charge been created by the company after the company has been registered under Part 16 of the CO –

- (i) if the charge created by the company is given in a debenture forming part of a series by reference to any other instrument containing the charge (whether or not also contained in the debenture), and every holder of the debentures of the series is entitled equally to the benefit of the charge, the registered non-Hong Kong company must deliver a statement of the particulars of the charge in this form, together with a certified copy of the instrument by reference to which the specified charge is given, to the Registrar for registration within one month after the date on which the registered non-Hong Kong company is registered under Part 16 of the CO; or
- (ii) if the charge is contained in a debenture forming part of a series (but not given in the debenture by reference to any other instrument), and every holder of the debentures of the series is entitled equally to the benefit of the charge, the registered non-Hong Kong company must deliver a statement of the particulars of the charge in this form, together with a certified copy of any one debenture of the series, to the Registrar for registration within one month after the date on which the registered non-Hong Kong company is registered under Part 16 of the CO.

(d) Charge created by a re-domiciled company before re-domiciliation date – Section 338A(4)

If a company incorporated outside Hong Kong has created a charge before it becomes a re-domiciled company, and the charge subsists on the re-domiciliation date and is of a kind that a statement of its particulars would have been required by section 335 of the CO to be delivered for registration had the charge been created by the re-domiciled company on or after that date –

- (i) if the charge created by the company is given in a debenture forming part of a series by reference to any other instrument containing the charge (whether or not also contained in the debenture), and every holder of the debentures of the series is entitled equally to the benefit of the charge, the re-domiciled company must deliver a statement of the particulars of the charge in this form, together with a certified copy of the instrument by reference to which the specified charge is given, to the Registrar for registration within one month after the re-domiciliation; or
- (ii) if the charge is contained in a debenture forming part of a series (but not given in the debenture by reference to any other instrument), and every holder of the debentures of the series is entitled equally to the benefit of the charge, the re-domiciled company must deliver a statement of the particulars of the charge in this form, together with a certified copy of any one debenture of the series, to the Registrar for registration within one month after the re-domiciliation date.

3. For a specified charge created by a company or registered non-Hong Kong company, it is a duty of the company to deliver a statement of the particulars of the charge, together with a certified copy of the specified instrument, to the Registrar for registration. However, a person interested in the charge may also deliver a statement of the particulars of the charge to the Registrar for registration, together with a certified copy of the specified instrument.
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 CO.

**Fee**

7. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Price Guide to Main Services' for the correct fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

### **Signature**

8. Where this form is signed by a company or a registered non-Hong Kong company, it should be signed by a director or company secretary of the company, or by a person authorized by the company for the purpose.

Where this form is signed by a person interested in the charge, it should be signed in the following manner —

- (a) if the interested person is a natural person, by the interested person personally, or by a person authorized by the interested person for the purpose; or
- (b) if the interested person is a body corporate, by a director or company secretary of the interested person, or by a person authorized by the interested person for the purpose.

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

### **Business Registration Number**

9. 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. The business registration number is also adopted as the "No." on the "Certificate of Incorporation" or "Certificate of Registration of Non-Hong Kong Company" issued by the Companies Registry to companies incorporated/registered on or after 27 December 2023, or the "Certificate of Re-domiciliation" issued to re-domiciled companies.

### **Statement of Particulars of Commission, Allowance or Discount Payable in Relation to the Debenture (Section 4)**

10. If—

- (a) any commission, allowance or discount has been paid or made, directly or indirectly, by a company or registered non-Hong Kong company to any person in consideration of the person —
  - (i) subscribing or agreeing to subscribe, absolutely or conditionally, for any debenture of the company; or
  - (ii) procuring or agreeing to procure absolute or conditional subscriptions for any debenture of the company,
- (b) the debenture forms part of a series of debentures, and either contains a charge or gives a charge by reference to any other instrument containing a charge;
- (c) the charge is created by the company or registered non-Hong Kong company; and
- (d) a statement of particulars of the charge is required to be delivered for registration under section 335(1), 336(1), 338A(4) or 340(2) of the CO,

the company must, or a person interested in the charge (other than where a statement of the particulars of the charge is delivered for registration under sections 338A(5) and 340(3) of the CO) may, deliver a statement of the particulars of the commission, allowance or discount payable in relation to the debenture in section 4 of this form to the Registrar for registration within the registration period (see Note 2).



公司註冊處  
Companies Registry

註冊非香港公司的註冊申請書  
Application for Registration as  
Registered Non-Hong Kong Company

表格  
Form **NN1**

註 Note

8 1 公司名稱 Company Name

|  |
|--|
|  |
|--|

9 2 成立為法團所在地方 Place of Incorporation

|  |
|--|
|  |
|--|

3 在香港的主要營業地點 Principal Place of Business in Hong Kong

- (a) 在香港設立營業地點的日期  
Date of Establishment of the Place of Business in Hong Kong

|      |      |        |
|------|------|--------|
|      |      |        |
| 日 DD | 月 MM | 年 YYYY |

- (b) 在香港的主要營業地點的地址 Address of the Principal Place of Business in Hong Kong  
(本處不接納「轉交」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable)

室／樓／座等  
Flat / Floor / Block etc.

|  |
|--|
|  |
|--|

大廈  
Building

|  |
|--|
|  |
|--|

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

|  |
|--|
|  |
|--|

區  
District

|  |
|--|
|  |
|--|

地區  
Region

|                |
|----------------|
| 香港 / HONG KONG |
|----------------|

提交人資料 Presentor's Reference

中文姓名／名稱  
Name in Chinese

|  |
|--|
|  |
|--|

英文姓名／名稱  
Name in English

|  |
|--|
|  |
|--|

地址  
Address

|  |
|--|
|  |
|--|

電話 Tel

|  |        |  |
|--|--------|--|
|  | 傳真 Fax |  |
|--|--------|--|

電郵 Email

|  |
|--|
|  |
|--|

檔號 Reference

|  |
|--|
|  |
|--|

請勿填寫本欄 For Official Use



10

3 在香港的主要營業地點 Principal Place of Business in Hong Kong (續上頁 cont'd)

(c) 電郵地址  
Email Address

(d) 香港聯絡電話號碼  
Hong Kong Contact Telephone Number

+852

4 在成立為法團所在地方的辦事處 Offices in the Place of Incorporation

(a) 在成立為法團所在地方的註冊辦事處 (或等同於註冊辦事處的地點) 的地址  
Address of the Registered Office (or its equivalent) in the place of incorporation  
(本處不接納「轉文」地址 "Care of" addresses are not acceptable)

室／樓／座等  
Flat / Floor / Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等  
District / City / Province /  
State / Postal Code etc.

國家／地區  
Country / Region

(b) 在成立為法團所在地方的主要營業地點 (如有的話) 的地址  
Address of the Principal Place of Business (if any) in the place of Incorporation  
(本處不接納「轉文」地址 "Care of" addresses are not acceptable)

室／樓／座等  
Flat / Floor / Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等  
District / City / Province /  
State / Postal Code etc.

國家／地區  
Country / Region

10

(c) 電郵地址 Email Address

指明編號 2/2025 (2025 年 5 月) Specification No. 2/2025 (May 2025)

第二頁 Page 2

表格  
Form

NN1

11

5 在香港的獲授權代表 Authorized Representative in Hong Kong

A. 獲授權代表(自然人) Authorized Representative (Natural Person)

(如超過一名獲授權代表屬自然人，請用副頁 A 填報 Use Continuation Sheet A if more than 1 authorized representative is a natural person)

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏

Surname

名字

Other Names

香港地址 Hong Kong Address

(本處不接納「轉交」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable)

室／樓／座等

Flat/Floor/Block etc.

大廈

Building

街道／屋苑／地段／村等

Street/Estate/Lot/Village etc.

區

District

地區

Region

香港/HONG KONG

12

電郵地址

Email Address

13

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

\* \* \* \*

(b) 護照

Passport

簽發國家／地區

Issuing Country/Region

部分號碼

Partial Number

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY

(須在  
PI-NN1 頁  
填報完整  
身分識別號碼  
Provide full  
identification  
number in  
PI-NN1 sheet)



表格  
Form

NN1

11 5 在香港的獲授權代表 Authorized Representative in Hong Kong (續上頁 cont'd)

B. 獲授權代表(非自然人) Authorized Representative (Other than Natural Person)

(如超過一名獲授權代表屬非自然人，請用續頁 B 填報 Use Continuation Sheet B if more than 1 authorized representative is not a natural person)

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

☐ 律師行或律師法團  
A firm of solicitors or  
a solicitor corporation

☐ 會計師事務所或執業法團  
A CPA firm or a corporate practice

中文名稱  
Name in Chinese

英文名稱  
Name in English

14 香港地址 Hong Kong Address

(本處不接納「轉交」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable)

室／樓／座等  
Flat／Floor／Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street／Estate／Lot／Village etc.

區  
District

地區  
Region

香港／HONG KONG

12 電郵地址  
Email Address

委任日期 Date of Appointment

|      |      |        |
|------|------|--------|
|      |      |        |
| 日 DD | 月 MM | 年 YYYY |





表格  
Form

NN1

6 公司秘書 Company Secretary

A. 公司秘書(自然人) Company Secretary (Natural Person)

(如超過一名公司秘書屬自然人，請用續頁 C 填報 Use Continuation Sheet C if more than 1 company secretary is a natural person)

15

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏

Surname

名字

Other Names

前用姓名

Previous Names

中文 Chinese

英文 English

別名

Alias

中文 Chinese

英文 English

16

通訊地址 Correspondence Address

(本處不接納郵政信箱號碼 Post office box numbers are not acceptable)

室／樓／座等

Flat / Floor / Block etc.

大廈

Building

街道／屋苑／地段／村等

Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等

District / City / Province /

State / Postal Code etc.

國家／地區

Country / Region

17

電郵地址

Email Address

18

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

(b) 護照

Passport

簽發國家／地區

Issuing Country / Region

部分號碼

Partial Number

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY

(須在  
PI-NN1 頁  
填報完整  
身分識別號碼  
Provide full  
identification  
number in  
PI-NN1 sheet)



6 公司秘書 Company Secretary

19 B. 公司秘書(法人團體) Company Secretary (Body Corporate)

(如超過一名公司秘書屬法人團體，請用續頁 D 填報 Use Continuation Sheet D if more than 1 company secretary is a body corporate)

中文名稱

Name in Chinese

英文名稱

Name in English

20 地址 Address

(本處不接納「轉文」地址 'Care of' addresses are not acceptable)

室／樓／座等

Flat / Floor / Block etc.

大廈

Building

街道／屋苑／地段／村等

Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等

District / City / Province /  
State / Postal Code etc.

國家／地區

Country / Region

17 電郵地址

Email Address

21 商業登記號碼 Business Registration Number

(只適用於在香港註冊的法人團體 Only applicable to body corporate registered in Hong Kong)

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



表格  
Form

NN1

7 董事 Director

A. 董事(自然人) Director (Natural Person)

(如超過兩名董事屬自然人，請用續頁 E 填報 Use Continuation Sheet E if more than 2 directors are natural persons)

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

22

1 身分  
Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

15

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏

Surname

名字

Other Names

前用姓名

Previous Names

別名

Alias

中文 Chinese

英文 English

中文 Chinese

英文 English

23

通訊地址 Correspondence Address

(本處不接納郵政信箱號碼 Post Office box numbers are not acceptable)

室／樓／座等

Flat / Floor / Block etc.

大廈

Building

街道／屋苑／地段／村等

Street / Estate / Lot / Village etc.

區／市／省／州／鄉鎮區號等

District / City / Province /  
State / Postal Code etc.

國家／地區

Country / Region

電郵地址

Email Address

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

(b) 護照

Passport

簽發國家／地區

Issuing Country / Region

部分號碼

Partial Number

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



表格  
Form

NN1

7 董事 Director (續上頁 cont'd)

A. 董事(自然人) Director (Natural Person)

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

22

2 身分

Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

15

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏

Surname

名字

Other Names

前用姓名

Previous Names

中文 Chinese

英文 English

別名

Alias

中文 Chinese

英文 English

23

通訊地址 Correspondence Address

(本處不接受郵政信箱號碼 Post Office box numbers are not acceptable)

(請在

PI-NN1 頁

填寫董事

通常住址

Provide

director's usual

residential

address in

PI-NN1 sheet)

室/樓/座等

Flat/Floor/Block etc.

大廈

Building

街道/屋苑/地段/村等

Street/Estate/Lot/Village etc.

區/市/省/州/郵遞區號等

District/City/Province/

State/Postal Code etc.

國家/地區

Country/Region

17

電郵地址

Email Address

18

身分識別 Identification

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

\*

\*

\*

(\*)

(b) 護照

Passport

簽發國家/地區

Issuing Country/Region

部分號碼

Partial Number

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



表格  
Form

NN1

7 董事 Director (續上頁 cont'd)

B. 董事(法人團體) Director (Body Corporate)

(如超過一名董事屬法人團體，請用續頁 F 填報 Use Continuation Sheet F if more than 1 director is a body corporate)

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

22

身分

Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

中文名稱

Name in Chinese

英文名稱

Name in English

24

地址 Address

(本處不接納「轉文」地址 'Care of' addresses are not acceptable)

室／樓／座等

Flat / Floor / Block etc.

大廈

Building

街道／屋苑／地段／村等

Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等

District / City / Province /

State / Postal Code etc.

國家／地區

Country / Region

17

電郵地址

Email Address

21

商業登記號碼 Business Registration Number

(只適用於在香港註冊的法人團體 Only applicable to body corporate registered in Hong Kong)

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



表格  
Form

NN1

- 25 8 隨本表格交付的公司的憲章、法規或章程大綱(包括章程細則(如有的話))或對公司的組織作出規定的其他文書的名稱

Name of the Charter, Statutes, Memorandum (including Articles, if any) or any other Instruments Defining the Constitution of the Company Delivered with this Form

|  |
|--|
|  |
|--|

- 26 9 隨本表格交付的每份指明證明書的名稱

27 Name of each of the Specified Certificate Delivered with this Form

28

|  |
|--|
|  |
|--|

10 帳目 Accounts (請填報 A 或 B 項 Please complete Section A or B as appropriate)

- 29 A. 根據《公司(非香港公司)及本條例第 16 部適用的其他公司)規例》(第 622J 章)第 4(1)(c)或(d)條隨本表格交付的帳目

Accounts delivered with this form under section 4(1)(c) or (d) of the Companies (Non-Hong Kong Companies and Other Companies to which Part 16 of Ordinance Applies) Regulation (Cap. 622J)

該等帳目所涵蓋的會計期 Period Covered by the Accounts

|        |    |        |
|--------|----|--------|
|        | 至  |        |
| 日 DD   | To | 日 DD   |
| 月 MM   |    | 月 MM   |
| 年 YYYY |    | 年 YYYY |

- 30 B. 沒有根據《公司(非香港公司)及本條例第 16 部適用的其他公司)規例》第 4(1)(c)或(d)條交付帳目的陳述書

Statement of no accounts delivered under section 4(1)(c) or (d) of the Companies (Non-Hong Kong Companies and Other Companies to which Part 16 of Ordinance Applies) Regulation

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

☐ 公司的成立為法團所在地方的法律或在於其註冊為公司所在的任何其他司法管轄區的法律，以及該司法管轄區的任何證券交易所或類似的監管機構的規章，均沒有規定公司須發表帳目或須將其帳目的文本交付任何人，而公眾人士有權在該人的辦事處查閱該帳目。

The company is neither required by the law of the place of its incorporation, the law of any other jurisdiction where the company is registered as a company, nor the rules of any stock exchange or similar regulatory bodies in that jurisdiction to publish its accounts or to deliver copies of its accounts to any person in whose office they may be inspected as of right by members of the public.

☐ 公司成立為法團的日期是在根據《公司條例》(第 622 章)第 776(4)條交付申請的日期前的 18 個月內，及公司須發表的帳目並未擬備。

The company has been incorporated for less than 18 months prior to the date of delivery of the application under section 776(4) of the Companies Ordinance (Cap. 622) and the accounts that the company is required to publish have not been made up.

本表格包括下列續頁 / PI-NN1 頁 This Form includes the following Continuation Sheet(s) / PI-NN1 Sheet(s)

| 續頁 Continuation Sheet(s) | A | B | C | D | E | F |
|--------------------------|---|---|---|---|---|---|
| 頁數 Number of pages       |   |   |   |   |   |   |

|  |  |
|--|--|
| PI-NN1 (不會供公眾查閱 NQI for Public Inspection) |  |
| 頁數 Number of pages                         |  |

7 簽署 Signed :

姓名 Name :

日期 Date :

董事 / 公司秘書 / 經理 / 獲授權代表 \*  
Director / Company Secretary / Manager /  
Authorized Representative \*

日 DD / 月 MM / 年 YYYY

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



表格  
Form

NN1

續頁 A Continuation Sheet A

11

在香港的獲授權代表(自然人)詳情(第 5A 項)

Details of Authorized Representative (Natural Person) in Hong Kong (Section 5A)

中文姓名  
Name in Chinese

英文姓名  
Name in English

姓氏  
Surname

名字  
Other Names

香港地址 Hong Kong Address

(本處不接納「轉文」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable)

室／樓／座等  
Flat / Floor / Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

區  
District

地區  
Region

香港 / HONG KONG

12

電郵地址  
Email Address

13

身分識別 Identification

(須在  
PI-NN1 頁  
填報完整)  
身分識別號碼  
Provide full  
identification  
number in  
PI-NN1 sheet)

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

|  |   |   |   |     |
|--|---|---|---|-----|
|  | * | * | * | (*) |
|--|---|---|---|-----|

(b) 護照  
Passport

簽發國家／地區  
Issuing Country / Region

部分號碼  
Partial Number

委任日期 Date of Appointment

|  |  |  |
|--|--|--|
|  |  |  |
|--|--|--|

日 DD

月 MM

年 YYYY



表格  
Form

NN1

續頁 B Continuation Sheet B

11 在香港的獲授權代表(非自然人)詳情(第 5B 項)

Details of Authorized Representative (Other than Natural Person) in Hong Kong (Section 5B)

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

☐

律師行或律師法團  
A firm of solicitors or  
a solicitor corporation

☐

會計師事務所或執業法團  
A CPA firm or a corporate practice

中文名稱  
Name in Chinese

英文名稱  
Name in English

14 香港地址 Hong Kong Address

(本處不接納「轉交」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable)

室／樓／座等  
Flat / Floor / Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

區  
District

地區  
Region

香港 / HONG KONG

12 電郵地址

Email Address

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY





表格  
Form

NN1

續頁 C Continuation Sheet C

公司秘書(自然人)詳情(第 6A 項)

Details of Company Secretary (Natural Person) (Section 6A)

15

中文姓名  
Name in Chinese

英文姓名  
Name in English

姓 氏  
Surname

名 字  
Other Names

前用姓名  
Previous Names

別名  
Alias

中文 Chinese

英文 English

中文 Chinese

英文 English

16

通訊地址 Correspondence Address  
(本處不接納郵政信箱號碼 Post office box numbers are not acceptable)

室／樓／座等  
Flat／Floor／Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street／Estate／Lot／Village etc.

區／市／省／州／郵遞區號等  
District／City／Province／  
State／Postal Code etc.

國家／地區  
Country／Region

17

電郵地址  
Email Address

18

身分識別 Identification

(a) 香港身分證部分號碼  
Partial Number of Hong Kong Identity Card

(b) 護照  
Passport

簽發國家／地區  
Issuing Country／Region

部分號碼  
Partial Number

\*

\*

\*

\*

委任日期 Date of Appointment

日 DD月 MM年 YYYY

指明編號 2/2025 (2025 年 5 月) Specification No. 2/2025 (May 2025)

表格  
Form

NN1

續頁 D Continuation Sheet D

19 公司秘書(法人團體)詳情(第 6B 項)  
Details of Company Secretary (Body Corporate) (Section 6B)

中文名稱  
Name in Chinese

英文名稱  
Name in English

20 地址 Address  
(本處不接納「轉交」地址 'Care of' addresses are not acceptable)

室／樓／座等  
Flat / Floor / Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等  
District / City / Province /  
State / Postal Code etc.

國家／地區  
Country / Region

17 電郵地址  
Email Address

21 商業登記號碼 Business Registration Number  
(只適用於在香港註冊的法人團體 Only applicable to body corporate registered in Hong Kong)

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



董事(自然人)詳情(第 7A 項)  
Details of Director (Natural Person) (Section 7A)

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

22

身分

Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

15

中文姓名

Name in Chinese

英文姓名

Name in English

姓氏

Surname

名字

Other Names

前用姓名

Previous Names

別名

Alias

中文 Chinese

英文 English

中文 Chinese

英文 English

23

通訊地址 Correspondence Address

(須在  
PI-NN1 頁  
填報董事  
通常住址  
Provide  
director's usual  
residential  
address in  
PI-NN1 sheet)

室／樓／座等

Flat / Floor / Block etc.

大廈

Building

街道／屋苑／地段／村等

Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等

District / City / Province /  
State / Postal Code etc.

國家／地區

Country / Region

17

電郵地址

Email Address

18

身分識別 Identification

(須在  
PI-NN1 頁  
填報完整  
身分識別號碼  
Provide full  
identification  
number in  
PI-NN1 sheet)

(a) 香港身分證部分號碼

Partial Number of Hong Kong Identity Card

\*

\*

\*

( \*

(b) 護照

Passport

簽發國家／地區

Issuing Country / Region

部分號碼

Partial Number

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



表格  
Form

NN1

續頁 F Continuation Sheet F

董事(法人團體)詳情(第 7B 項)  
Details of Director (Body Corporate) (Section 7B)

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

22

身分

Capacity

☐

董事

Director

☐

候補董事

Alternate Director

代替 Alternate to

中文名稱

Name in Chinese

英文名稱

Name in English

24

地址 Address

(本處不接納「轉文」地址 'Care of' addresses are not acceptable)

室／樓／座等

Flat / Floor / Block etc.

大廈

Building

街道／屋苑／地段／村等

Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等

District / City / Province /

State / Postal Code etc.

國家／地區

Country / Region

17

電郵地址

Email Address

21

商業登記號碼 Business Registration Number

(只適用於在香港註冊的法人團體 Only applicable to body corporate registered in Hong Kong)

委任日期 Date of Appointment

日 DD

月 MM

年 YYYY



# PI-NN1

公司名稱 Company Name

獲授權代表／公司秘書／董事(自然人) – 受保護資料  
Authorized Representative／Company Secretary／Director  
(Natural Person) – Protected Information

31

X

公眾紀錄不會顯示此頁  
This page will not be shown on the public record

- 請於本頁申報獲授權代表／公司秘書的香港身分證或護照的完整號碼。  
The full number of Hong Kong Identity Card or passport of the authorized representative / company secretary should be reported on this page.
- 請於本頁申報董事的香港身分證或護照的完整號碼及通常住址。  
The full number of Hong Kong Identity Card or passport and usual residential address of the director should be reported on this page.

(每一頁 PI-NN1 只可填報一名自然人的受保護資料。如超過一名自然人資料，請另加 PI-NN1 頁填報。  
Each PI-NN1 sheet can only report the protected information of 1 natural person. If there is information for more than 1 natural person, please report separately on additional PI-NN1 sheet(s).)  
請在適用的空格內加上 ✓ 號。 Please tick the relevant box(es)

身分 Capacity ☐ 獲授權代表 Authorized Representative ☐ 公司秘書 Company Secretary ☐ 董事 Director ☐ 候補董事 Alternate Director

15

中文姓名  
Name in Chinese

英文姓名  
Name in English

姓氏  
Surname

名字  
Other Names

32

身分識別 Identification

(a) 香港身分證(完整號碼)  
Hong Kong Identity Card (Full Number)

(b) 護照  
Passport

簽發國家／地區  
Issuing Country / Region

完整號碼  
Full Number

33

董事／候補董事的通常住址 Usual Residential Address of Director／Alternate Director

室／樓／座等  
Flat / Floor / Block etc.

大廈  
Building

街道／屋苑／地段／村等  
Street / Estate / Lot / Village etc.

區／市／省／州／郵遞區號等  
District / City / Province / State / Postal Code etc.

國家／地區  
Country / Region

(交付表格 NN1 時，請將所有 PI-NN1 頁置於最後。  
Please place all PI-NN1 sheets at the end when delivering the Form NN1.)



**《公司條例》(第 622 章)  
第 776(4)條規定交付的**

**註冊非香港公司的註冊申請書**

**填表須知 — 表格 NN1**

**附註**

**引言**

1. 非香港公司在(i)香港設立營業地點後或(ii)根據《公司條例》第 820F 條作出的有關撤銷令生效後的 1 個月內，須以本表格向公司註冊處處長(「處長」)申請註冊為「註冊非香港公司」。
2. 根據《商業登記條例》(第 310 章) 第 5B(1) 及 5D(2) 條的規定，**提出註冊非香港公司的申請人須把「致商業登記署通知書」(IRBR2)連同本表格一併交付**；如有關公司仍未按《商業登記條例》登記其業務，申請人須在交付本表格時繳付訂明的商業登記費及徵費，否則公司註冊處不會接納其申請。
3. 請劃一以中文或英文填報各項所需資料。如以中文填報，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。**公司註冊處會以電郵或傳真方式通知提交人親身領取「非香港公司註冊證明書」及「商業登記證」(如有的話)。如提交人委託他人代領，需簽署授權書。**
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》中有關條文的規定交付處長。

**費用**

6. 本表格必須連同正確的費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《主要服務收費表》資料小冊子及《商業登記費及徵費收費表》。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**

7. 本表格必須由一名董事、公司秘書、經理或獲授權代表簽署，公司註冊處不接納未簽署的表格。

**公司名稱 (第 1 項)**

8. (a) 請在此項填報非香港公司在其成立為法團所在地地方註冊所用的一個或多於一個名稱(「本土名稱」)。成立為法團所在地方的涵義，請參閱本表格附註9。如該本土名稱中，既無以拉丁字母的字組成的名稱亦無中文字名稱，則須填報其中一個本土名稱的經核證英文譯名或中文譯名(或兼備有兩者)。該經核證譯名是指非香港公司的公司註冊證明書(或等同於公司註冊證明書的文件)的有關部分的經核證譯本上所示的譯名。核證譯本的方式應依循《公司條例》第4條的規定。
- (b) 如本土名稱中只有一個或多於一個以拉丁字母的字組成的名稱，非香港公司可在此項填報其擬註冊的一個經核證中文譯名。如本土名稱中只有一個或多於一個中文字名稱，非香港公司可在此項填報其擬註冊的一個經核證英文譯名。該本土名稱的經核證英文或中文譯名是指非香港公司的公司註冊證明書(或等同於公司註冊證明書的文件)的有關部分的核證譯本上所示的譯名。核證譯本的方式應依循《公司條例》第4條的規定。
- (c) 請參閱《公司條例》第16部第4分部對註冊非香港公司在香港經營業務時採用的名稱的規管，及公司註冊處發出的《註冊非香港公司的法團名稱註冊指引》有關註冊法團名稱所須注意的事項。

(d) 公司註冊證明書(或等同於公司註冊證明書的文件)是指根據有關非香港公司成立為法團所在地方的法律發出的，核證有關非香港公司根據該地的法律註冊為公司的證明書(或同等的證明書)。

#### 成立為法團所在地方 (第 2 項)

9. 非香港公司的成立為法團所在地方具有《公司條例》第 774(1)條所給予的涵義，是指：
- (a) 除(b)項另有規定外，如非香港公司是在香港以外的司法管轄區成立為法團的，並根據該管轄區的法律註冊為公司 — 該管轄區；
- (b) 如非香港公司在它成立為法團後的任何時間 —
- (i) 曾將其本籍遷往在香港以外的司法管轄區；及
- (ii) 根據該管轄區的法律註冊為公司，
- 則該公司現時根據其法律而如此註冊的司法管轄區。

#### 在香港的主要營業地點及在成立為法團所在地方的辦事處 (第 3(c)、3(d)及 4(c)項)

10. 請提供公司的電郵地址及香港聯絡電話號碼以方便聯絡。如電郵地址或聯絡電話號碼其後有任何更改，請以表格 NN9 通知公司註冊處。

#### 在香港的獲授權代表 (第 5 項)

11. 凡在香港註冊的非香港公司，均須有至少一名在香港的獲授權代表，代公司接受任何須向該公司送達的法律程序文件或通知的送達。該名獲授權代表應由居於香港的自然人、《法律執業者條例》(第 159 章)第 2(1)條界定的律師法團、《會計及財務匯報局條例》(第 588 章)第 2(1)條所界定的執業法團、律師行，或《會計及財務匯報局條例》(第 588 章)第 2(1)條所界定的會計師事務所擔任。
12. 請提供獲授權代表的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改，請以表格 NN8C 通知公司註冊處。
13. (a) 只須填報獲授權代表的香港身分證的 **部分號碼**，如該人並非香港身分證持有人，請提供其所持護照的 **部分號碼**及簽發國家／地區。請根據以下有關「部分號碼」的描述填報「部分號碼」。

「部分號碼」指 —

- (i) 如組成身分識別號碼的字母或數目字元序列的字元數目是雙數(不包括空位、標點符號及標記符號) — 該序列的前半部分；或
- (ii) 如組成身分識別號碼的字母或數目字元序列的字元數目是單數(不包括空位、標點符號及標記符號) — 該序列的首個字元開始，至處於該序列正中間位置的字元為止的部分。

例子：

#### 香港身分證號碼

| 完整號碼<br>(包括括號內的數字或字母) | 部分號碼<br>(即所有英文字母及首三個數字) |
|-----------------------|-------------------------|
| A123456(7)            | A 1 2 3 * * * ( * )     |
| AA123456(7)           | A A 1 2 3 * * * ( * )   |

### 護照號碼

| 完整號碼<br>(包括標點符號及標記符號) | 部分號碼    |
|-----------------------|---------|
| ABCD1234567           | ABCD12  |
| ABCD12345678          | ABCD12  |
| ABCD123456789         | ABCD123 |
| ABC-123-4             | ABC1    |
| #A1234567H(*)         | A1234   |

(b) **請勿**在有關空格內填報完整的身分識別號碼，格內所填報的資料會供公眾查閱。

(c) 請另於 **PI-NN1** 頁內填報獲授權代表完整之香港身分證號碼或護照號碼。**PI-NN1** 頁及於該頁內所填報的資料，不會供公眾查閱。

每一頁 **PI-NN1** 只可填報一名自然人的受保護資料。如超過一名自然人資料，請另加 **PI-NN1** 頁填報。

(d) 如獲授權代表並非香港身分證持有人，亦沒有任何護照，則請在有關的空格內填上「無」，亦無需提交 **PI-NN1** 頁。

14. 如獲授權代表屬律師行、律師法團、會計師事務所或執業法團，請填報其在香港的營業地址。本處不接納非香港地址、「轉交」地址及郵政信箱號碼。

### 公司秘書及董事 (第 6 及 7 項)

15. 屬自然人的公司秘書或董事的姓名，必須與其香港身分證上所載的姓名一致。如該人並非香港身分證持有人，則必須與其護照上所載的姓名一致。

16. 請填報屬自然人的公司秘書的 **通訊地址**。如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納郵政信箱號碼。

17. 請提供公司秘書或董事的電郵地址(如有的話)以方便聯絡。如電郵地址其後有任何更改，請以表格 **NN7** 通知公司註冊處。

18. (a) 請填報屬自然人的公司秘書或董事的香港身分證的 **部分號碼**。如該人並非香港身分證持有人，請提供其所持護照的 **部分號碼**及簽發國家／地區。有關填報身分識別的 **部分號碼**的詳情及例子，請參閱附註13。

(b) **請勿**在有關空格內填報公司秘書或董事完整的身分識別號碼，格內所填報的資料會供公眾查閱。

(c) 請另於 **PI-NN1** 頁內填報公司秘書或董事完整的香港身分證號碼或護照號碼。**PI-NN1** 頁及於該頁內所填報的資料，不會供公眾查閱。

每一頁 **PI-NN1** 只可填報一名自然人的受保護資料。如超過一名自然人資料，請另加 **PI-NN1** 頁填報。

(d) 如公司秘書並非香港身分證持有人，亦沒有任何護照，請在有關的空格內填上「無」，亦無需提交 **PI-NN1** 頁。

如董事並非香港身分證持有人，亦沒有任何護照，則請在有關的空格內填上「無」。

19. 如某商號的所有合夥人均屬非香港公司的聯名公司秘書，請在供公司秘書(法人團體)填報的空格內(第 **6B** 項)填報商號名稱及其主要辦事處的地址。

20. 如公司秘書屬法人團體，請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納「轉交」地址。



21. 如在香港註冊的法人團體公司秘書及董事，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／註冊的公司所發出的「公司註冊證明書」或「非香港公司註冊證明書」，以及公司註冊處向經還冊公司所發出的「還冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

22. 請述明董事的身分。如屬候補董事，請註明獲代替行事的董事姓名或名稱。

23. 請填報屬自然人的董事的通訊地址。如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納郵政信箱號碼。

請另外於 PI-NN1 頁內填報董事的通常住址。PI-NN1 頁及於該頁內所填報的資料，不會供公眾查閱。

每一頁 PI-NN1 只可填報一名自然人的受保護資料。如超過一名自然人資料，請另加 PI-NN1 頁填報。

24. 如董事屬法人團體，請註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納「轉交」地址。

**隨本表格交付的公司的憲章、法規或章程大綱(包括章程細則(如有的話))或對公司的組織作出規定的其他文書的名稱 (第 8 項)**

25. 請填寫文書的名稱，該文書的正本或經核證副本必須連同本表格一併交付。如交付經核證副本，核證方式應依循《公司條例》第 775 條的規定。如該文書既非採用中文，亦非採用英文，則只須交付該文書的經核證中文或英文譯本。核證譯本的方式應依循《公司條例》第 4 條的規定。

**隨本表格交付的每份指明證明書的名稱 (第 9 項)**

26. 以下每份文件均為非香港公司的指明證明書：

(a) 如非香港公司是在香港以外的司法管轄區成立為法團的 — 根據該管轄區的法律發出的公司註冊證明書(或同等的證明書)；

(b) 如非香港公司在它成立為法團後的任何時間 —

(i) 曾將其本籍遷往在香港以外的司法管轄區；及

(ii) 根據該管轄區的法律註冊為公司，

則根據該管轄區的法律發出的、核證該非香港公司根據該管轄區的法律註冊為公司的證明書或其他文件。

27. (a) 如非香港公司根據其成立為法團的地方的法律，發出公司註冊證明書並非慣常做法；或

(b) 如非香港公司根據其本籍遷往的地方的法律，發出證明書，核證公司根據該地方的法律註冊為公司，並非慣常做法，

則公司須向處長交付它成立為法團或遷移的其他證據，該等證據須屬處長認為充分者。

28. 請填寫文件的名稱，該文件的正本或經核證副本必須連同本表格一併交付。如交付經核證副本，核證方式應依循《公司條例》第 775 條的規定。如該文件既非採用中文，亦非採用英文，則除該文件外，亦須連同該文件的經核證中文或英文譯本一併交付。核證譯本的方式應依循《公司條例》第 4 條的規定。

**帳目 (第 10 項)**

29. 請填寫帳目所涵蓋的會計期，帳目的正本或經核證副本必須連同本表格一併交付。如交付經核證副本，核證方式應依循《公司條例》第 775 條的規定。如帳目既非採用中文，亦非採用英文，則只須交付該帳目的經核證中文或英文譯本。核證譯本的方式應依循《公司條例》第 4 條的規定。

30. 如公司在本表格第 10B 項作出其中一項陳述，則無須交付帳目。

**獲授權代表／公司秘書／董事(自然人) – 受保護資料 (PI-NN1)**

- 31.** 在 PI-NN1 頁所填報的香港身分證號碼或護照號碼及通常住址為受保護資料。PI-NN1 頁及於該頁內所填報的資料，不會供公眾查閱。

每一頁 PI-NN1 只可填報一名自然人的受保護資料。如超過一名自然人資料，請另加 PI-NN1 頁填報。

- 32.** 請填報獲授權代表、公司秘書或董事的香港身分證的完整號碼。如該人並非香港身分證持有人，請填報其所持護照的完整號碼及簽發國家／地區。如該董事沒持有香港身分證或任何護照，請在有關的空格內填上「無」。如該獲授權代表或公司秘書沒持有香港身分證或任何護照，則無需提交 PI-NN1 頁。
- 33.** 請填報董事或候補董事的通常住址，如屬非香港地址，請同時填報「國家／地區」一欄。本處不接納「轉交」地址及郵政信箱號碼。獲授權代表及公司秘書無需填報其通常住址。

## APPLICATION FOR REGISTRATION AS REGISTERED NON-HONG KONG COMPANY

For the purposes of section 776(4) of Companies Ordinance (Cap. 622)

### Notes for Completion of Form NN1

#### Introduction

1. A non-Hong Kong company should use this form for applying to the Registrar of Companies (the Registrar) for registration as a registered non-Hong Kong company within 1 month after (i) the establishment of a place of business in Hong Kong or (ii) the revocation order made under section 820F of the Companies Ordinance takes effect.
2. According to sections 5B(1) and 5D(2) of the Business Registration Ordinance (Cap. 310), **an applicant for registration as a registered non-Hong Kong company must deliver a Notice to Business Registration Office (IRBR2) together with this form.** If the non-Hong Kong company has not yet registered its business under the Business Registration Ordinance, the prescribed business registration fee and levy must be paid on delivery of this form. Otherwise, the application will be rejected by the Companies Registry.
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 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 email or fax to collect the Certificate of Registration of Non-Hong Kong Company and the Business Registration Certificate (if any) in person. A written authorization will be required if the presenter sends a representative to collect the certificates.**
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.

#### Fee

6. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlets on 'Price Guide to Main Services' and the 'Business Registration Fee and Levy Table' 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

7. This form must be signed by a director, company secretary, manager or an authorized representative. A form which is not properly signed will be rejected by the Companies Registry.

#### Company Name (Section 1)

8. (a) Please state the name(s) by which the non-Hong Kong company is registered in its place of incorporation (the domestic name). For the meaning of place of incorporation, please see note 9 of this form. If none of its domestic names is in characters of the Latin alphabet or in Chinese, please state a certified translation of one of those names in English or Chinese or both as shown in the certified translation of the relevant part of the non-Hong Kong company's certificate of incorporation (or its equivalent). The translation should be certified in accordance with section 4 of the Companies Ordinance.  
  
(b) If the non-Hong Kong company has one or more than one domestic names and the names are only in characters of the Latin alphabet, the non-Hong Kong company may state in this section a certified translation of any one of the domestic names in Chinese which it intends to register as an additional corporate name in Hong Kong. If the non-Hong Kong company has one or more than one domestic names and the names are only in Chinese, the non-Hong Kong company may state in this section a certified translation of any one of the domestic names in English which it intends to register as an additional corporate name in Hong Kong. A certified translation of the domestic name in English or Chinese should be shown in the certified translation of the relevant part of the non-Hong Kong company's certificate of incorporation (or its equivalent). The translation should be certified in accordance with section 4 of the Companies Ordinance.

- (c) Please note the provisions in Division 4 of Part 16 of the Companies Ordinance that regulate the names used by registered non-Hong Kong companies to carry on business in Hong Kong and the 'Guideline on Registration of Corporate Names for Registered Non-Hong Kong Companies' issued by the Companies Registry for the points to note in registration of corporate names for registered non-Hong Kong companies.
- (d) Certificate of incorporation (or its equivalent) of the non-Hong Kong company herein refers to the certificate (or its equivalent) issued under the law of the non-Hong Kong company's place of incorporation certifying that the company is registered as a company under the law of that place.

**Place of Incorporation (Section 2)**

9. Place of Incorporation of the non-Hong Kong company has the meaning given by section 774(1) of the Companies Ordinance and means:
- (a) Subject to (b), the jurisdiction outside Hong Kong in which a non-Hong Kong company is incorporated and under the law of which it is registered as a company;
- (b) If at any time after the incorporation of a non-Hong Kong company, the non-Hong Kong company —
- (i) has transferred its domicile to a jurisdiction outside Hong Kong; and
  - (ii) is registered as a company under the law of that jurisdiction,
- the jurisdiction under the law of which the non-Hong Kong company is currently so registered.

**Principal Place of Business in Hong Kong and Offices in the Place of Incorporation (Sections 3(c), 3(d) and 4(c))**

10. Please provide the email address and contact telephone number in Hong Kong of the company to facilitate communication. If there are any subsequent changes in the email address or the contact telephone number, please notify the Companies Registry by completing Form NN9.

**Authorized Representative in Hong Kong (Section 5)**

11. A non-Hong Kong company registered in Hong Kong must have at least one authorized representative in Hong Kong to accept on the company's behalf service of any process or notice required to be served on the company. An authorized representative should be a natural person resident in Hong Kong, a solicitor corporation as defined by section 2(1) of the Legal Practitioners Ordinance (Cap. 159), a corporate practice as defined by section 2(1) of the Accounting and Financial Reporting Council Ordinance (Cap. 588), a firm of solicitors, or a CPA firm as defined by section 2(1) of the Accounting and Financial Reporting Council Ordinance (Cap. 588).
12. Please provide the email address of the authorized representative, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form NN8C.
13. (a) Only the partial number of the Hong Kong Identity Card of the authorized representative or, in the absence of a Hong Kong Identity Card, the partial number and issuing country/region of the passport of the authorized representative is required. Please provide the partial number according to the description of "Partial number" below:

Partial number means —

- (i) if the identification number comprises a sequence of an even number of alphanumeric characters (excluding spaces, punctuation marks and symbols) — the first half of the sequence; or
- (ii) if the identification number comprises a sequence of an odd number of alphanumeric characters (excluding spaces, punctuation marks and symbols) — the part that begins with the first character in the sequence and ends with the character that falls on the middle of the sequence.

e.g.

**Hong Kong Identity Card Number**

| Full Number<br>(including the digit or<br>alphabet in brackets) | Partial Number<br>(i.e. all the alphabets and the first three digits) |
|---|---|
| A123456(7)  | <div>A123</div> <div>* * * ( * )</div>                                |
| AA123456(7)   | <div>AA123</div> <div>* * * ( * )</div>                               |

**Passport Number**

| Full Number<br>(including punctuation marks<br>and symbols) | Partial Number |
|---|----------------|
| ABCD1234567   | ABCD12         |
| ABCD12345678  | ABCD12         |
| ABCD123456789   | ABCD123        |
| ABC-123-4   | ABC1           |
| #A1234567H(*)   | A1234          |

(b) Please **DO NOT** fill in the full identification number in the box provided. Information provided in the box is available for public inspection.

(c) Please report the full Hong Kong Identity Card number or passport number of the authorized representative separately on a PI-NN1 sheet. PI-NN1 sheet and the information reported therein are withheld from public inspection.

Each PI-NN1 sheet can only report the protected information of 1 natural person. If there is information for more than 1 natural person, please report separately on additional PI-NN1 sheet(s).

(d) If the authorized representative holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided. There is no need to submit a PI-NN1 sheet.

14. If the authorized representative is a firm of solicitors, a solicitor corporation, a CPA firm or a corporate practice, its business address in Hong Kong should be given. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable.

**Company Secretary or Director (Sections 6 and 7)**

15. The name of the company secretary or director who is a natural person must be the same as stated in his or her Hong Kong Identity Card or, if he or she does not hold a Hong Kong Identity Card, in his or her passport.

16. Please provide the **correspondence address** of the company secretary who is a natural person. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. Post office box numbers are not acceptable.

17. Please provide the email address of the company secretary or director, if any, to facilitate electronic communication. If there are any subsequent changes in the email address, please notify the Companies Registry by completing Form NN7.

18. (a) Please provide the **partial number** of the Hong Kong Identity Card or, in the absence of a Hong Kong Identity Card, the **partial number** and issuing country/region of the passport of the company secretary or director who is a natural person. Please refer to Note 13 on the details and examples of **partial number**.

(b) Please **DO NOT** fill in the full identification number in the box provided. Information provided in the box is available for public inspection.

(c) Please report the full Hong Kong Identity Card number or passport number of the company secretary or director separately on a PI-NN1 sheet. PI-NN1 sheet and the information reported therein are withheld from public inspection.

Each PI-NN1 sheet can only report the protected information of 1 natural person. If there is information for more than 1 natural person, please report separately on additional PI-NN1 sheet(s).

(d) If the company secretary holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided. There is no need to submit a PI-NN1 sheet.

If the director holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided.

19. If all the partners in a firm are joint company secretaries of the non-Hong Kong company, please state the name of the firm and the address of its principal office in the boxes provided for Company Secretary (Body Corporate) (Section 6B).

20. If the company secretary is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses are not acceptable.

21. If the company secretary or director is a body corporate registered in Hong Kong, 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. The business registration number is also adopted as the “No.” on the “Certificate of Incorporation” or “Certificate of Registration of Non-Hong Kong Company” issued by the Companies Registry to companies incorporated / registered on or after 27 December 2023, or the “Certificate of Re-domiciliation” issued to re-domiciled companies.
22. Please state the capacity(ies) of the director(s). In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it is the alternate.
23. Please provide the correspondence address of a director who is a natural person. If a non-Hong Kong address is given, please also complete the box for ‘Country / Region’. Post office box numbers are not acceptable.  
  
Please report the usual residential address of the director separately on a PI-NN1 sheet. PI-NN1 sheet and the information reported therein are withheld from public inspection.  
  
Each PI-NN1 sheet can only report the protected information of 1 natural person. If there is information for more than 1 natural person, please report separately on additional PI-NN1 sheet(s).
24. If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for ‘Country / Region’. ‘Care of’ addresses are not acceptable.

**Name of the Charter, Statutes, Memorandum (including Articles, if any) or any other Instruments Defining the Constitution of the Company Delivered with this Form (Section 8)**

25. Please state the name of the instrument and deliver the original or a certified copy of the instrument with this form. The copy should be certified in accordance with section 775 of the Companies Ordinance. If the instrument is not in English or Chinese, you need only deliver a translation in either of these languages certified in accordance with section 4 of the Companies Ordinance.

**Name of each of the Specified Certificate Delivered with this Form (Section 9)**

26. Each of the following is a specified certificate of a non-Hong Kong company:
  - (a) The certificate of incorporation (or the equivalent) issued under the law of the jurisdiction outside Hong Kong in which a non-Hong Kong company is incorporated;
  - (b) If, at any time after the incorporation of a non-Hong Kong company, the non-Hong Kong company —
    - (i) has transferred its domicile to a jurisdiction outside Hong Kong; and
    - (ii) is registered as a company under the law of that jurisdiction,the certificate or other document issued under the law of that jurisdiction certifying that the non-Hong Kong company is registered as a company under the law of that jurisdiction.
27. If it is shown to the satisfaction of the Registrar that —
  - (a) it is not the practice under the law of the place where a non-Hong Kong company is incorporated to issue a certificate of incorporation; or
  - (b) it is not the practice under the law of the place where a company has transferred its domicile to issue a certificate certifying that it is registered as a company under the law of that place,the company must deliver to the Registrar other evidence of the incorporation or transfer that the Registrar considers sufficient.
28. Please state the name of the document(s) and deliver the original or a certified copy of the document(s) with this form. The copy should be certified in accordance with section 775 of the Companies Ordinance. If any of the document(s) is not in English or Chinese, you should deliver the document(s) together with a translation in either of these languages certified in accordance with section 4 of the Companies Ordinance.

**Accounts (Section 10)**

29. Please state the period covered by the accounts and deliver the original or a certified copy of the accounts with this form. The copy should be certified in accordance with section 775 of the Companies Ordinance. If the accounts are not in English or Chinese, you need only deliver a translation in either of these languages certified in accordance with section 4 of the Companies Ordinance.
30. If the company makes either one of the statements in Section 10B of this form, no accounts are required to be delivered.

**Authorized Representative / Company Secretary / Director (Natural Person) – Protected Information (PI- NN1)**

31. Hong Kong Identity Card number or passport number and usual residential address reported on PI-NN1 sheet are protected information. PI-NN1 sheet and the information reported therein are withheld from public inspection.

Each PI-NN1 sheet can only report the protected information of 1 natural person. If there is information for more than 1 natural person, please report separately on additional PI-NN1 sheet(s).

32. Please state the full Hong Kong Identity Card number or, in the absence of a Hong Kong Identity Card, the full number and issuing country/region of the passport of the authorized representative or company secretary or director. If the director holds neither a Hong Kong Identity Card nor a passport, please state 'Nil' in the boxes provided. If the authorized representative or company secretary holds neither a Hong Kong Identity Card nor a passport, there is no need to submit a PI-NN1 sheet.
33. Please state the usual residential address of the director or alternate director. If a non-Hong Kong address is given, please also complete the box for 'Country/Region'. 'Care of' addresses and post office box numbers are not acceptable. The authorized representative and company secretary are not required to report such information.



公司註冊處  
Companies Registry

## 修改帳目陳述書 Statement of Revision of Accounts

表格  
Form **NN15**

商業登記號碼  
Business Registration Number

註 Note

**1** 1 公司名稱 Company Name

|  |
|--|
|  |
|--|

- 2 本公司現按照《公司條例》(第 622 章)第 790(4) 條作出預警陳述 — 公司的董事決定根據《公司條例》第 790(1) 條修改公司下述的帳目。  
In accordance with section 790(4) of the Companies Ordinance (Cap. 622), a warning statement is hereby given that the directors of the company decided to revise the following accounts of the company under section 790(1) of the Companies Ordinance.

涵蓋以下會計期的帳目 Accounts Covering the Period

|      |      |        |         |      |      |        |
|------|------|--------|---------|------|------|--------|
|      |      |        | 至<br>To |      |      |        |
| 日 DD | 月 MM | 年 YYYY |         | 日 DD | 月 MM | 年 YYYY |

**5** 簽署 Signed :

姓名 Name : \_\_\_\_\_ 日期 Date : \_\_\_\_\_  
董事／公司秘書／經理／獲授權代表\*  
Director/Company Secretary/Manager/  
Authorized Representative\*

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

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



**《公司條例》(第 622 章)  
第 790(4) 條規定交付的**

**修改帳目陳述書**

**填表須知 — 表格 NN15**

**附註**

**引言**

1. 如公司的董事決定根據《公司條例》第 790(1)條修改已根據第 789條交付公司註冊處處長(「處長」)登記的帳目，該公司須在該決定作出後的 15日內，將一份述明該帳目將會根據該條款修改的預警陳述，以本表格交付處長登記。
2. 如以中文申報本表格內的資料，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格不會視作曾為遵從《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、公司秘書、經理或獲授權代表簽署。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 日或之後向註冊的公司所發出的「非香港公司註冊證明書」，亦已採用商業登記號碼作為證明書上的編號。

**公司名稱 (第 1 項)**

7. 在本表格填報的公司名稱必須與公司註冊處發出的最近一份註冊證明書或遷冊證明書(如適用)上的公司名稱相同。

## **STATEMENT OF REVISION OF ACCOUNTS**

**For the purposes of section 790(4) of Companies Ordinance (Cap. 622)**

### **Notes for Completion of Form NN15**

#### **Introduction**

1. If the directors of a company decide to revise under section 790(1) of the Companies Ordinance any accounts of the company which have been delivered to the Registrar of Companies (the Registrar) for registration under section 789 of the Companies Ordinance, the company must, within 15 days after the decision, deliver to the Registrar of Companies (the Registrar) for registration a warning statement, in this form, that the accounts will be so revised.
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 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, company secretary, manager or an authorized representative. 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 registered on or after 27 December 2023, the business registration number is also adopted as the "No." on the "Certificate of Registration of Non-Hong Kong Company" issued by the Companies Registry.

#### **Company Name (Section 1)**

7. The company name should be identical to the name which appears in the certificate of registration last issued by the Companies Registry or the Certificate of Re-domiciliation (where applicable).