公司註冊處

有限合夥基金條例(第637章)

現公布下列由本人依據《有限合夥基金條例》(第637章)(下稱「該條例」)第94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	
LPF1	有限合夥基金註冊申請書	11
LPF2	將指明基金註冊為有限合夥基金的申請書	79
LPF4C	有限合夥基金普通合夥人、獲授權代表、投資 經理及負責人更改通知	23(6) 及 25
LPF10	將非香港基金註冊為有限合夥基金的申請書	82B

2025年5月23日

公司註冊處處長楊茜



有限合夥基金註冊申請書 Application for Registration of Limited Partnership Fund

表格 LPF1

註 Note 6 1 有限合夥基金的建議名稱 Proposed Name of the Limited Partnership Fund 建議英文名稱 Proposed English Name 建議中文名稱 Proposed Chinese Name **2** 2 有限合夥基金的建議註冊辦事處地址 Proposed Address of the Registered Office of the Limited Partnership Fund (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. E District 地區 香港/HONG KONG Region 有限合夥基金的建議投資範圍 Proposed Investment Scope of the Limited Partnership Fund

請勿填寫本欄 For Official Use

4 有限合夥基金的建議主要營業地點 Proposed Principal Place of Business of the Limited Partnership Fund

	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				
5	有限合夥基金的聯絡資料 Contact Information of the I	imited Partner	ship Fur	d	
	(a) 電郵地址 Email Address				
	(b) 香港聯絡電話號碼 Hong Kong Contact Telepho	one Number	+852		
6	建議普通合夥人 Proposed		ner		
A.	建議普通合夥人(年滿 18 j Proposed General Partner (N		no is at l	east 18 years o	old)
	全名 Full Name				
	中文姓名 Name in Chinese	英文教	氏 Surnan	ne in English	英文名字 Other Names in English
	通訊地址 Correspondence Ad	dress			
	(本處不接納郵政信箱號碼 Post o	office box numbers a	re not accep	able)	
	室/樓/座等				
	Flat / Floor / Block etc.				
	大廈				
	大廈 Building 街道/屋苑/地段/村等				
	大廈 Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州季護區號等 District/City/Province/				
	大廈 Building 街道/壓苑/地段/村等 Street / Estate / Lot / Village etc. 區/市/省/州/郭媛區號等 District / City / Province / State / Postal Code etc. 國家/地區				
	大廈 Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州郭耀區號等 District/City/Province/ State/Postal Code etc. 圖家/地區 Country/Region				
	大廈 Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州郭經區號等 District/City/Province/ State/Postal Code etc. 圖家/地區 Country/Region	Number			()
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	大廈 Building 街道/屋苑/地段/村等 Street / Estate / Lot / Village etc. 區/市/省/州郭羅區號等 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) 香港身分證號碼 Hong Kong Identity Card		ar / th IX	ssuing Country/R	

全名 Full Name

- 6 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

建議普通合夥人是一 Proposed General Partner is 一 語在選用的空格内加上		中文 Chinese
建議普通合夥人是 Proposed General Partner is — 神在適用的空格内加上		
Proposed General Partner is 游在週用的空格內加上		英文 English
議在選用的空格内加上		•
根據(公司條例)(第 622 章)或(舊有公司條例)成立為法團的私人股份有限公司 a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a form Companies Ordinance (Empty Shares incorporated under the Companies Ordinance (Cap. 622) or a form Cap. 622) or		E Places tick the relevant hav
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a registered non-Hong Kong company 屬經殭冊公司的私人股份有限公司 a private company limited by shares that is a re-domiciled company 根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥 a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) 另一有限合夥基金 (湖同時填架 C 項) another limited partnership fund (Please also complete Part C) 具有法人資格的非香港有限責任合夥 a non-Hong Kong limited partnership with a legal personality 不具有法人資格的非香港有限責任合夥 (湖岡時填架 C 項) a non-Hong Kong limited partnership without a legal personality (Please also complete Part C) 地址 Address 室/模/座等 Flat/Floor/ Block etc. 大廈 Building 街道/壓亮/地段/村等 Street/Estate/Lot/Village etc. 國家/地區 Country/Region	a private company limited b	
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Address 室/権/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/郵道區號等 District/City/Province/ State/Postal Code etc. 國家/地區 Country/Region		
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大廈 Building 街道/殿苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/郵道區號等 District/City/Province/ State/Postal Code etc. 國家・地區 Country/Region	不具有法人資格的非香港 a non-Hong Kong limited pa	善有限責任合夥 <i>(請同時填報 C 項)</i>
大廈 Building 街道/魔苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/郵道區號等 District/City/Province/ State/Postal Code etc. 國家・地區 Country/Region	不具有法人資格的非香港 a non-Hong Kong limited pa	善有限責任合夥 <i>(請同時填報 C 項)</i>
大廈 Billiding 街道/里苑/地段/村等 Street / Estate / Lot / Village etc. Wind / Mind /	不具有法人資格的非香港 a non-Hong Kong limited pi 地址 Address	善有限責任合夥 <i>(請同時填報 C 項)</i>
問題/関類/地段/村等 Street / Estate / Lot / Village etc. W / 市/省/州/郵週區號等 District / City / Province / State / Postal Code etc. 図家 / 地區 Country / Region	不具有法人資格的非香港 a non-Hong Kong limited pa 地址 Address 室/樓/座等	善有限責任合夥 <i>(請同時填報 C 項)</i>
街道/展苑/地段/村等 Street / Estate / Lot / Village etc. 医/市/省/州/郵道區號等 District / City / Province / State / Postal Code etc. 國家/地區 Country / Region	不具有法人資格的非香港 a non-Hong Kong limited pa 地址 Address 室/樓/座等	善有限責任合夥 <i>(請同時填報 C 項)</i>
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	不具有法人資格的非香港 a non-Hong Kong limited pi 地址 Address 室/樓/座等 Flat/Floor/Block etc. 大廈	善有限責任合夥 <i>(請同時填報 C 項)</i>
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電郵地址 Email Address	不具有法人資格的非香港 a non-Hong Kong limited pa w 址 Address 室/標/座等 Flat/Floor/Block etc. 大廈 Building 街道/歷苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/郭麗區號等 District/City/Province/ State/Postal Code etc. 國家/地區	善有限責任合夥 <i>(請同時填報 C 項)</i>
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全名 Full Name

- 6 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- ⚠ C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

(只適用於建議普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限責任合夥 Only applicable where the proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)

英文姓氏 Surname in English

(請填報 a 或 b 項 Please complete item a or b)

中文姓名 Name in Chinese

通訊地址 Correspondence Address

a. 強議獲授權代表(年滿 18 歲的香港居民)
Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)

	(本處不接納郵政信箱號碼)	Post office box numbers are not acceptable)
	室/楼/座等 Flat/Floor/Block etc.	
	大廈 Building	
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
	E District	
	地區 Region	香港/HONG KONG
	電郵地址 Email Address	
	香港身分證號碼 Hong Kong Identity Card Nu	ımber ()
1 5		有限合夥基金起擔任其獲授權代表。 d representative of the limited partnership fund with effect from the registration of the
	簽署 Signed :	
	全名 Name :	

英文名字 Other Names in English

表格 Form LPF1

- 6. 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner
- 建議獲授權代表(公司/註冊非香港公司) Proposed Authorized Representative (Company / Registered Non-Hong Kong Company) 建議獲授權代表是一 Proposed Authorized Representative is— 請在適用的空格內加上 ✓ 號 Please tick the relevant box 公司 a company 註冊非香港公司 a registered non-Hong Kong company 全名 Full Name 中文 Chinese 英文 English 16 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 District 地區 香港/HONG KONG Region 電郵地址 Email Address Ø 商業登記號碼 **Business Registration Number** ø 我們同意在基金獲註冊為有限合夥基金起擔任其獲授權代表。 We consent to be the authorized representative of the limited partnership fund with effect from the registration of the fund. 全名 Name 簽署 Signed : 身分 Capacity

(請填製 A 或 B 項。如須在 A 或 B 項填製超過一名建議投資經理,請用續頁 A) (Please complete Part A or B. Use Continuation Sheet A if more than 1 proposed investment manager in Part A or B is involved)

	建議投資經理(年滿 18 歲的香港 Proposed Investment Manager (H	ong Kong Resident who is at lea	st 18 years old)
	全名 Full Name		• ,
	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English
	香港身分證號碼 Hong Kong Identity Card Number		(
В.	建議投資經理(公司/註冊非香 Proposed Investment Manager (C 建議投資經理是一		Kong Company)
	Proposed Investment Manager is— 讀在適用的空格內加上 ✓ 號 Ple	ease tick the relevant hox	
	公司 a company		red non-Hong Kong company
	全名 Full Name		
		中文 Chinese	
		中文 Chinese	
		中文 Chinese	
		中文 Chinese 英文 English	
	商業登記號碼		

《人士 ofessional
English
)

② 9 星交人資料 Presentor's Information

	f /律師代表建議普通合夥人呈交一 on behalf of the proposed general partner by the following Hong Kong law firm ∕
請在適用的空格內加上 ✓ 香港律師行 Hong Kong law firm	號 Please tick the relevant box
全名 Full Name	
	中文 Chinese
	英文 English
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.	
TE District	
地區 Region	香港/HONG KONG
電話 Telephone	傳真 Fax
電郵 Email	
商業登記號碼 Business Reg (只供以獨資經營形式教業的 上「不適用」 Only applicable where the solicit	神節填棄,否則轉填 or is practising in sole
proprietorship. Otherwise, please stat 呈交人檔號(如有的話) Presentor's Reference No. (if	

10 聲明及陳述 Declaration and Statement

	The un	署人,即本申請的申請人(下稱「有關申 dersigned, being the applicant of this app tion, undertaking and statements—		
	<i>讀在下</i> (a)	·列(b)及(c)項適用的空格內加上 ✓ 號 P 有關基金擬設立為有限合夥基金。	Please tick the relevant boxes in i	items (b) and (c) below
		The fund is intended to be set up as a limite	ed partnership fund.	
	(b)] 有關基金符合《有限合夥基金條例》(第 The fund meets the eligibility requirements (Cap. 637) ("the Ordinance").		
		除骸條例第 7(1)(i)條外,有關基金符合 夥人,均屬同一公司集團之中的法團。 金,而在該基金獲發註冊證明書之日的的 集團之中的法團,則公司飪冊處處長可 Except for section 7(1)(i), the fund meets the the proposed partners in the fund are corpo understands that if the fund is registered a may strike the name of the fund off the LPI in the same group of companies after the s registration is issued.	有關申請人明白,如有關 第 2 個周年日後,該基金所 從 (基金登配冊) 剔除該差 eligibility requirements in secorations in the same group of s a limited partnership fund, F Register if all the partners i	基金獲註冊為有限合夥基有的合夥人均屬同一公司 金色的名稱。 tition 7 of the Ordinance. All companies. The Applicant the Registrar of Companies n the fund are corporations
2	(c)]有關基金根據該條例第 29 條保存的 <u>所有</u> 處。	[紀錄會保存於本申請表第	2 項提述的建議註冊辦事
		<u>All</u> the records that the fund will be require in the proposed registered office referred te] 有關基金根據鮗條例第 29 條保存的 <u>所</u> 的地方一	in section 2 of this applicati	on.
		<u>All</u> the records that the fund will be require in the following place in Hong Kong other t		
		室 /模/座等 Flat/Floor/Block etc.		
		大厦 Building		
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		
		UE District		
		地區 Region	香港/HONG KONG	
		有關基金根據該條例第 29 條保存的紀 Records that the fund will be required to k	eep under section 29 of the 0	Ordinance will be separately
		kept in different places in Hong Kong, detai (請用續頁 B 述明有關詳情 Please use Co		
	(d)	有關申請人明白,在本申請中作出在要項		
	` '	The Applicant understands that it is an offer	ence to make a statement in t	this application that is false,
		misleading or deceptive in a material respe	ct.	
	本申記	青書包括下列續頁 This Application	includes the following C	ontinuation Sheet(s)
	續頁	Continuation Sheet(s)	Α	В
	頁數	Number of pages		
6	簽署 Signed	d:		
	姓名 Name	:		
	身分 Capac	sity:	日期 Date:	
	(如適用 if a			DD / 月MM / 年YYYY
	指明編號 LPF-	Proposed General Partner 1/2025 (2025 年 5 月) Specification No. LPF-1/2025 (May 20	25)	第九頁 Page 9

續頁 A Continuation Sheet A

建議投資經理詳情(第 7 項) Details of Proposed Investment Manager (Section 7)

Proposed Investment Manager (Hong Kong Resident who is at least 18 years old) 全名 Full Name
中文姓名 Name in Chinese 英文姓氏 Surname in English 英文名字 Other Names in English
香港身分證號碼 Hong Kong Identity Card Number (
建議投資經理(公司/註冊非香港公司) Proposed Investment Manager (Company/Registered Non-Hong Kong Company)
建議投資經理是一 Proposed Investment Manager is—
請在適用的空格內加上 ✓ 號 Please tick the relevant box
公司 註冊非香港公司 a company a registered non-Hong Kong company
全名 Full Name
中文 Chinese
英文 English

表格 Form **LPF1**

續頁 B Continuation Sheet B

10		
	(此續頁只供當有關基金根據該條例第 29 條保存的紀錄會 <u>分別</u> 保存於不同地方時使用	
		9 of the
	有關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點— The records that the fund will be required to keep under section 29 of the Ordinance will in the following place in Hong Kong—	be kept
	A. 有關紀錄 Record(s) Involved	
	請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)	
	经警計的基金的財務報表 Audited Financial Statements of the Fund Register of Partners	
	客戶文件、紀錄及檔案 Documents, Records and Files of Customers Documents and Records of Transaction	tions
	每名合夥人的控權人 Controller of Each Partner	
	B. 保存紀錄地點 Place for Keeping Records	
	請在適用的空格內加上 ✓ 號 Please tick the relevant box	
	有關紀錄會保存於本申請表第 2 項提述的建議註冊辦事處。 The record(s) involved will be kept in the proposed registered office referred to in section 2 of th application.	is
	有關紀錄會保存於下速香港的地點一 The record(s) involved will be kept in the following place in Hong Kong—	
	室/權/医等 Flat/Floor/Block etc.	
	大直 Building	
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
		(此類頁只供當有關基金根據該縣例第 29 條保存的紀錄會分別保存於不同地方時使用This Continuation Sheet is used only when the records that the fund will be required to keep under section 2 Ordinance will be separately kept in different places) 有關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點一 The records that the fund will be required to keep under section 29 of the Ordinance will in the following place in Hong Kong— A. 有關紀錄 Record(s) Involved 满在週用的室格內加上 / 號 Please tick the relevant box(es) 【經審計的基金的財務報表 Audited Financial Statements of the Fund Register of Partners 【字戶文件、紀錄及檔案 Documents, Records and Files of Customers Documents and Records of Transaction of Each Partner B. 保存紀錄地點 Place for Keeping Records 清在週用的室格內加上 / 號 Please tick the relevant box 有關紀錄會保存於本申讀表第 2 項提號的建議註冊辦事應。 The record(s) involved will be kept in the proposed registered office referred to in section 2 of the application. 有關紀錄會保存於下述香港的地點一 The record(s) involved will be kept in the following place in Hong Kong— ** ** ** ** ** ** ** ** **

香港/HONG KONG

地區 Region

(有限合夥基金條例) (第 637 章) 第 11 條規定交付的

有限合夥基金註冊申請書

填表須知 — 表格 LPF1

附註

引言

- 1. 本表格是用以向公司註冊處處長(「處長」)申請將基金註冊為有限合夥基金。
- 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。
- 3. 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,則該表格須視為未 曾按《有限合夥基金條例》(「該條例」)規定交付處長。

費用

4. 本表格必須連同正確的註冊費用一併交付,否則公司註冊處不會接納。有關所需費用的詳情,請參閱《有限合夥基金的註冊》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

- 5. 本表格必須由基金的建議普通合夥人簽署。公司註冊處不接納未簽妥的表格。
 - (a) 如該建議普通合夥人是自然人,本表格必須由該人簽署。
 - (b) 如該建議普通合夥人是根據《公司條例》(第622章)或《舊有公司條例》成立為 法團的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並 填上簽署人的全名及身分。
 - (c) 如該建議普通合夥人是註冊非香港公司,本表格必須由該公司的一名董事、公司 秘書、經理或獲授權代表(《公司條例》第774(1)條所界定者)簽署,並填上簽署 人的全名及身分。
 - (d) 如該建議普通合夥人屬經遷冊公司的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (e)如該建議普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合 夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (f) 如該建議普通合夥人是另一有限合夥基金,本表格必須由該另一基金的普通合 夥人或(如適用)該另一基金的獲授權代表簽署,並填上簽署人的全名及身分。
 - (g)如該建議普通合夥人是具有法人資格的非香港有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (h) 如該建議普通合夥人是不具有法人資格的非香港有限責任合夥,本表格必須由 該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。

有限合夥基金的建議名稱 (第1項)

6. 建議名稱須為一個英文名稱、一個中文名稱、或一個包含英文名稱及中文名稱的名稱。 基金的英文名稱的最後三個字須為"Limited Partnership Fund"或最後一個字須為 "LPF"。而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的 名稱的規定及限制,請參閱該條例第8及第9條。

有限合夥基金的建議註冊辦事處地址 (第2項)

7. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址 及郵政信箱號碼。建議地址自基金獲註冊起,須視作基金的註冊辦事處地址,直至 有根據該條例第25條,就該地址的更改通知(表格 LPF4A)送交處長存檔為止。

有限合夥基金的聯絡資料(第5項)

請提供基金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 LPF4A 通知公司註冊處。

建議普通合夥人 (第6項)

- 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人、普通合夥人必 須是一
 - (a) 年滿 18 歲的自然人;
 - (b) 根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司;
 - (c) 註冊非香港公司;
 - (d) 屬經遷冊公司的私人股份有限公司;
 - (e) 根據《有限責任合夥條例》註冊的有限責任合夥;
 - (f) 有限合夥基金;
 - (g) 具有法人資格的非香港有限責任合夥;或
 - (h) 不具有法人資格的非香港有限責任合夥。
- 10. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。
- 11. 請填報屬非自然人的普诵合夥人的地址。
 - (a) 如建議普通合夥人是根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司,請填報其註冊辦事處地址。
 - (b) 如建議普通合夥人是註冊非香港公司,請填報其在香港的主要營業地點地址。
 - (c) 如建議普通合夥人屬經遷冊公司的私人股份有限公司,請填報其註冊辦事處地址。
 - (d) 如建議普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其主要營業地點地址。
 - (e) 如建議普通合夥人是另一有限合夥基金,請填報其註冊辦事處地址。
 - (f) 如建議普通合夥人是具有法人資格的非香港有限責任合夥,請填報其主要營業 地點地址。
 - (g) 如建議普通合夥人是不具有法人資格的非香港有限責任合夥,請填報其主要營業地點地址。
- 12. 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。

- 13. 如建議普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話,請在此欄填上「無」。
- 14. (a) 如有限合夥基金的建議普通合夥人是另一有限合夥基金,或是不具有法人資格的非香港有限責任合夥,該普通合夥人須委任一名人士為基金的獲授權代表,以負責該基金的管理及控制。該獲授權代表必須是一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議獲授權代表自基金獲註冊起,須視為該基金的獲授權代表,直至有根據該條例第23(6)條,就該獲授權代表的更改通知(表格 LPF4C)送交處長存檔為止。
- 15. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
 - (a) 如建議獲授權代表是公司,必須由該公司的一名董事或公司秘書簽署同意擔任 獲授權代表,並填上簽署人的全名及身分。
 - (b) 如建議獲授權代表是註冊非香港公司,必須由該公司的一名董事、公司秘書、經 理或獲授權代表(《公司條例》第774(1)條所界定者)簽署同意擔任獲授權代表, 並填上簽署人的全名及身分。
- 16. 請填報建議獲授權代表的地址。
 - (a) 如建議獲授權代表是香港居民,請填報其通訊地址,該地址不得為郵政信箱號碼。
 - (b) 如建議獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如建議獲授權代表是註冊非香港公司,請填報其在香港的主要營業地點地址。

建議投資經理 (第7項)

- 17. (a) 基金的普通合夥人須委任最少一名投資經理,以執行基金的日常投資管理職能。 該名投資經理必須是一
 - (i) 年滿 18 歳的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議投資經理自該基金獲註冊起,須視為獲委任為該基金的投資經理,直至有根據該條例第25條,就該投資經理的更改通知(表格 LPF4C)送交處長存檔為止。
 - (c) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件,亦可以同時擔任投資經理。

建議負責人 (第8項)

- 18. (a) 基金的普通合夥人須委任一名負責人,以執行《打擊洗錢及恐怖分子資金籌集條例》(第615章) 附表2所列的措施。該名負責人必須是一
 - (i) 認可機構;
 - (ii) 持牌法團;
 - (iii) 會計專業人士;或
 - (iv) 法律專業人士。

認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》附表 1 第 2 部第 1 條所給予的涵義。

- (b) 建議負責人自該基金獲註冊起,須視為獲委任為該基金的負責人,直至有根據該 條例第25條,就該負責人的更改通知(表格 LPF4C)送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為負責人的其中一項條件,亦可以同時擔任負責人。
- 19. 請填報屬自然人的負責人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。

呈交人資料 (第9項)

20. 將基金註冊為有限合夥基金的申請須由香港律師行或律師代表建議普通合夥人呈交。 香港律師行(Hong Kong firm)及律師(solicitor)具有《法律執業者條例》(第 159 章)第 2(1)條所給予的涵義。

根據該條例第 29 條須保存的紀錄 (第 10(c)項)

- 21. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何 其他地方,保存以下紀錄—
 - (i) 基金的財務報表,而該報表是由根據該條例第21條委任的核數師審計的;
 - (ii) 合夥人紀錄冊;
 - (iii) 就基金的客户(包括基金的有限責任合夥人)而言一《打擊洗錢及恐怖分子資金籌集條例》附表2第20(1)(b)條描述的文件、紀錄及檔案;
 - (iv) 基金進行的每項交易的文件及紀錄;及
 - (v) 基金的每名合夥人的控權人。
 - (b) 關於保存紀錄的規定,請參閱該條例第 28 及 29 條。
 - (c) 如紀錄的保存地點有任何更改,基金的普通合夥人須根據該條例第31條將有關 更改的通知(表格 LPF4A)送交處長存檔。

APPLICATION FOR REGISTRATION OF LIMITED PARTNERSHIP FUND

For the purposes of section 11 of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF1

Introduction

- This form should be used for applying to the Registrar of Companies (the Registrar) for registration
 of a fund as a limited partnership fund.
- 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. 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 is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance (the Ordinance).

Fee

4. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Registration of a Limited Partnership Fund' for the 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

- This form must be signed by the proposed general partner in the fund. A form which is not properly signed will be rejected by the Companies Registry.
 - (a) If the proposed general partner is a natural person, this form must be signed by the person.
 - (b) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (c) If the proposed general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the company with the full name and capacity of the signatory stated.
 - (d) If the proposed general partner is a private company limited by shares that is a re-domiciled company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (e) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (f) If the proposed general partner is another limited partnership fund, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
 - (g) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (h) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

Proposed Name of the Limited Partnership Fund (Section 1)

6. The proposed name must be an English name, a Chinese name, or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合夥基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

Proposed Address of the Registered Office of the Limited Partnership Fund (Section 2)

7. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

Contact Information of the Limited Partnership Fund (Section 5)

Please provide the email address and contact telephone number in Hong Kong of the fund 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 LPF4A.

Proposed General Partner (Section 6)

- 9. Please provide the particulars of the proposed general partner. A limited partnership fund must have one general partner. The general partner in the fund must be—
 - (a) a natural person who is at least 18 years old;
 - (b) a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance;
 - (c) a registered non-Hong Kong company;
 - (d) a private company limited by shares that is a re-domiciled company;
 - (e) a limited partnership registered under the Limited Partnerships Ordinance;
 - (f) a limited partnership fund;
 - (g) a non-Hong Kong limited partnership with a legal personality; or
 - (h) a non-Hong Kong limited partnership without a legal personality.
- 10. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.
- 11. Please provide the address of the proposed general partner (other than natural person).
 - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office.
 - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
 - (c) If the proposed general partner is a private company limited by shares that is a re-domiciled company, please provide the address of its registered office.
 - (d) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
 - (e) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
 - (f) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
 - (g) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.

- 12. 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 I-I are not required.
- 13. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.
- 14. (a) If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
- 15. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
 - (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
- **16.** Please provide the address of the proposed authorized representative of the limited partnership fund.
 - (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
 - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

Proposed Investment Manager (Section 7)

- 17. (a) The general partner in the fund must appoint at least a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
 - (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Proposed Responsible Person (Section 8)

- 18. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—
 - (i) an authorized institution:
 - (ii) a licensed corporation:
 - (iii) an accounting professional; or
 - (iv) a legal professional.

Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance.

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
- 19. Please provide the Hong Kong Identity Card number of the responsible person who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.

Presentor's Information (Section 9)

20. The application for registration of a fund as a limited partnership fund must be submitted on behalf of the proposed general partner by a Hong Kong firm or a solicitor. Hong Kong firm (香港律師行) and solicitor (律師) have the meanings given by section 2(1) of the Legal Practitioners Ordinance (Cap. 159).

Records that are required to be kept under section 29 of the Ordinance (Section 10(c))

- 21. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
 - (ii) a register of partners;
 - (iii) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance;
 - (iv) documents and records of each transaction carried out by the fund; and
 - (v) the controller of each of the partners in the fund.
 - (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
 - (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance.



將指明基金註冊為 有限合夥基金的申請書 Application for Registration of a Specified Fund as a Limited Partnership Fund

表格 Form LPF2

註 Note

		_
A.	名稱 Name	
	英文名	稱 English Name
	中文名	稱 Chinese Name
В.	商業登記號碼 Business Registration Number	
_		
2	有限合夥基金的建議名稱 Proposed Nam	ie of the Limited Partnership Fund
	建議英文名稱 Proposed English Name	
	建議英文名稱 Proposed English Name	
	建議英文名稱 Proposed English Name	
	建議英文名稱 Proposed English Name 建議中文名稱 Proposed Chinese Name	
提多		請勿填寫本欄 For Official Use
姓名	建議中文名稱 Proposed Chinese Name 文人資料 Presentor's Reference 名/名稱 Name:	請勿填寫本欄 For Official Use
姓名	建議中文名稱 Proposed Chinese Name	請勿填寫本欄 For Official Use
姓名地址	建議中文名稱 Proposed Chinese Name 交人資料 Presentor's Reference 名/名稱 Name: 址 Address:	請勿填寫本欄 For Official Use
姓名地址電話	建議中文名稱 Proposed Chinese Name 文人資料 Presentor's Reference 名/名稱 Name:	請勿填寫本欄 For Official Use

10 3

有限合夥基金的建議註冊辦事處地址 Proposed Address of the Registered Office of the Limited Partnership Fund

(本處	《不接納「轉交」地址及郵 品						
	樓/座等 /Floor/Block etc.						
大廈 Build							
	1 /屋苑/地段/村等 et/Estate/Lot/Village etc.						
ॾ Distri	ict						
地區 Regio		香港/HON	IG KONG				
	艮合夥基金的建議投資 posed Investment Scop		ed Partnei	ship Fun	d		
	R合夥基金的建議主要 posed Principal Place		f the Limit	ed Partne	ership F	und	
Pro 室/			f the Limit	ed Partne	ership F	Fund	
Pro 室/	posed Principal Place 權/座等 /Floor/Block etc.		f the Limit	ed Partne	ership F	Fund	
Pro 室/ Flat/ 大廈 Build	posed Principal Place 權/座等 /Floor/Block etc.		f the Limit	ed Partne	ership F	und	
Pro 室/ Flat/ 大廈 Build ちtree E/ Distri	posed Principal Place (權/座等 /Floor/Block etc. !!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!		f the Limit	ed Partne	ership F	-und	
Pro 室/Flat/ 大Build 描述 Stree	posed Principal Place #/ 图等 /Floor/Block etc. !! ling !/ 图苑/地段/村等 et/ Estate / Lot/ Village etc. 市/省/州/郭耀區號等 etc/City/ Province/		f the Limit	ed Partne	ership F	Fund	
Pro 室 / Flat 大 度 Build 街 気 Stree E Distric State 家 Court	posed Principal Place 様/座等 /Floor/Block etc. Ining (/歴苑/地段/村等 et/Estate/Lot/Village etc. 市/省/州/繁耀電號等 ict/City/Province/ / Postal Code etc.	of Business o			ership F	Fund	
Pro 室/ Flat 大 度 Build 街 Stree I District State 「 Court	posed Principal Place (權/座等 Floor/Block etc. Ing I/厘苑/地段/村等 et/Estate/Lot/Village etc. 市/省/州/郵煙區號等 ict/City/Province/ Postal Code etc. I/地區 I/地區 I/地区 I/世区 I/世区	of Business o			ership F	Fund	

7 建議普通合夥人 Proposed General Partner

(請填報 A 或 B 項 Please complete Part A or B)

A. 建議普通合夥人(年滿 18 歲的自然人)

Proposed General Partner (Natural Person who is at least 18 years old)

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in
通訊地址 Correspondence Address (本處不接納郵政信箱號碼 Post office be	ox 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		
電郵地址 Email Address		
身分識別 Identification		
(a) 香港身分證號碼 Hong Kong Identity Card Number		(
(b) 護照 Passport		
	簽發國家/地區 Issuing Country/R	egion 號碼 Numbe

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

	中文 Chinese
	英文 English
建議普通合夥人是─ Proposed General Partner is—	
請在適用的空格內加上 🗸 號	Please tick the relevant box
	章)或《舊有公司條例》成立為法團的私人股份有限公司 shares incorporated under the Companies Ordinance (Cap. 622) or a form
註冊非香港公司	
──a registered non-Hong Kong ──屬經遷冊公司的私人股份?	
a private company limited by	shares that is a re-domiciled company
	》(第 37 章) 註冊的有限責任合夥 red under the Limited Partnerships Ordinance (Cap. 37)
另一有限合夥基金(請同時)	
another limited partnership full	und (Please also complete Part C) 現音任会點
a non-Hong Kong limited par	tnership with a legal personality
	有限責任合夥(請同時填報 C 項)
	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港和 a non-Hong Kong limited part	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港7 a non-Hong Kong limited par 地址 Address 室/複/座等	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港7 a non-Hong Kong limited par 地址 Address 室/樓/座等 Flat/Floor/Block etc.	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港7 a non-Hong Kong limited par 地址 Address 室/棟/座等 Flat/Floor/Block etc. 大廈	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港 a non-Hong Kong limited par 地址 Address 室/榛/座等 Flat/Floor/Block etc. 大廈 Building 街道/屋苑/地段/村等	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港港 a non-Hong Kong limited par 地址 Address 室/權/座等 Flat/Floor/Block etc. 大廈 Building 街道/壓苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/鄭道區號等 District/City/Province/	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港港 a non-Hong Kong limited par 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/鄭道區號等 District/City/Province/ State/Postal Code etc. 國家/地區	有限責任合夥(請同時填報 C 項)
不具有法人資格的非香港海anon-Hong Kong limited par 地址 Address 室/權/座等 Flat/Floor/Block etc. 大廈 Building 街道/壓苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/鄭道區號等 District/City/Province/ State/Postal Code etc. 國家/地區 Country/Region	有限責任合夥(請同時填報 C 項)

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

(只選用於建議普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限資任合夥 Only applicable where the proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)

(諸墳鍜 a 或 b 項 Please complete item a or b)

a. 建議獲授權代表(年滿 18 歲的香港居民)

Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in En
通訊地址 Correspondence Address (本處不接納郵政信箱號碼 Post office		
室/樓/座等 Flat/Floor/Block etc.		
大廈 Building		
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		
E District		
地區 Region	港/HONG KONG	
電郵地址 Email Address		
香港身分證號碼 Hong Kong Identity Card Number		(
本人同意在基金獲註冊為有限合 I consent to be the authorized repre- the fund.	夥基金起擔任其獲授權代表。 sentative of the limited partnership fu	und with effect from the registra
簽署 Signed :		

表格 Form LPF2

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner
- b. 建議獲授權代表(公司/註冊非香港公司) Proposed Authorized Representative (Company / Registered Non-Hong Kong Company) 建議獲授權代表是一 Proposed Authorized Representative is— 青在適用的空格內加上 ✔ 號 Please tick the relevant box 公司 a company 註冊非香港公司 a registered non-Hong Kong company 全名 Full Name 中文 Chinese 英文 English 19 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 District 地區 香港/HONG KONG Region 電郵地址 Email Address

商業登記號碼

Business Registration Number

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8	建議投資經理 Proposed Investment Manager (請填報 A 或 B 項。如須在 A 或 B 項填報超過一名建議投資經理,請用續頁 A) (Please complete Part A or B. Use Continuation Sheet A if more than 1 proposed investment manager in Part A or B is involved)
A.	建議投資經理(年滿 18 歲的香港居民) Proposed Investment Manager (Hong Kong Resident who is at least 18 years old)
	全名 Full Name
	中文姓名 Name in Chinese 英文姓氏 Sumame in English 英文名字 Other Names in English
	香港身分證號碼 Hong Kong Identity Card Number (
В.	建議投資經理(公司/註冊非香港公司) Proposed Investment Manager (Company/ Registered Non-Hong Kong Company)
	建議投資經理是— Proposed Investment Manager is—
	請在適用的空格內加上 號 Please tick the relevant box
	公司 註冊非香港公司 a registered non-Hong Kong company
	全名 Full Name
	中文 Chinese
	英文 English
	商業登記號碼 Business Registration Number

3	9	建議負責人 Proposed Responsible Person	
	A.	建議負責人是— Proposed Responsible Person is—	
		請在適用的空格內加上 ✓ 號 Please tick the relevant box	
		認可機構	onal
	В.	(請填報 B 或 C 項 Please complete Part B or C) 建議負責人(自然人) Proposed Responsible Person (Natural Person)	
		全名 Full Name	
		中文姓名 Name in Chinese 英文姓氏 Surname in English 英文名字 Other Names in English	
2		身分識別 Identification	
		(a) 香港身分證號碼 Hong Kong Identity Card Number)
		(b) 護照 Passport	
		簽發圖家/地區 Issuing Country/Region 號碼 Number	
	C.	建議負責人(非自然人的實體) Proposed Responsible Person (Entity other than a natural person) 全名 Full Name	7
		中文 Chinese	_
		英文 English	
(商業登記號碼 Business Registration Number	
		·	

10 擊明及陳斌 Declaration and Statement

請	在下多	剂(a)及(b)項適用的空格內加上	/ 號 Please tick the relevant boxes in items (a) and (b) below
(a)			列》(第 637 章)(下稱「該條例」)第 7 條的資格規定。 ements in section 7 of the Limited Partnership Fund Ordinance
		人,均屬同一公司集團之中的沒在該基金複發註冊證明書之日的的法團,則公司註冊處處長可從Except for section 7(1)(i), the fund the proposed partners in the fund understands that if the fund is registrike the name of the fund off the	金符合該條例第 7 條的資格規定。有關基金所有的建議 團。有關申請人明白,如有關基金獲註冊為有限合夥基金 第 2 個周年日後,該基金所有的合夥人均屬同一公司集團 〈基金登記冊〉剔除該基金的名稱。 meets the eligibility requirements in section 7 of the Ordinance, are corporations in the same group of companies. The Appl tiered as a limited partnership fund, the Registrar of Companies LPF Register if all the partners in the fund are corporations is second anniversary of the date on which its certificate of registr
(b)		$\underline{\textbf{All}}$ the records that the fund will b	e的 <u>所有</u> 紀錄會保存於本申請表第3項提述的建議註冊辦事 e required to keep under section 29 of the Ordinance will be ke red to in section 3 of this application.
		$\underline{\textbf{All}}$ the records that the fund will b	的 <u>所有</u> 紀錄會保存於其建議註冊辦事處以外的下越香港的地 required to keep under section 29 of the Ordinance will be ke ther than its proposed registered office—
		室 /樓/座等 Flat/Floor/Block etc.	
		大廈 Building	
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
		E District	
			香港/HONG KONG
		District 地區 Region	香港/HONG KONG F的紀錄會分別保存於香港不同地方,詳情載列於續頁目
		District 地區 Region 有關基金根據該條例第 29 條保 Records that the fund will be requi in different places in Hong Kong, d	1.57
(c)		District 地區 Region 有關基金根據該條例第 29 條保 Records that the fund will be required in different places in Hong Kong, d (請用續頁 B 越明有關詳傳 Pleas 有關申請人明白,在本申請中作出	存的紀錄會分別保存於香港不同地方,詳情載列於續頁 Bed to keep under section 29 of the Ordinance will be <u>separately</u> tatals are provided in Continuation Sheet B. to use Continuation Sheet B to provide the details) 弘在要項上屬盧假,具誤導性或具欺騙性的陳述,即屬犯罪。 is an offence to make a statement in this application that is t
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續頁 A Continuation Sheet A

建議投資經理詳情(第 8 項) Details of Proposed Investment Manager (Section 8)

	Proposed Investment Manager (Hong Kong Resident who is at least 18 years old)					
	全名 Full Name					
	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English			
	TXEA Name in Chillese	央文定以 Surname in English	来文石子 Other Names in English			
	香港身分證號碼 Hong Kong Identity Card Number		(
	建議投資經理(公司/註冊非看	多港公司)				
	Proposed Investment Manager (Hong Kong Company)			
	建議投資經理是— Proposed Investment Manager is	> —				
	請在適用的空格內加上 號 Please tick the relevant box					
	公司 a company	註冊非香港公司 a registered non-] -Hong Kong company			
	全名 Full Name					
	中文 Chinese					
		英文 English				
	商業登記號碼					
	Business Registration Number					

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續頁 B Continuation Sheet B

	s Continuation Sheet is used only when the records that the fund will be required to keep under section inance will be separately kept in different places)
Th	關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點一 e records that the fund will be required to keep under section 29 of the Ordinance w the following place in Hong Kong—
A.	有關紀錄 Record(s) Involved
請在	在適用的空格內加上 ✓ 號 Please tick the relevant box(es)
	經審計的基金的財務報表 Audited Financial Statements of the Fund Register of Partners
	客戶文件、紀錄及檔案 Documents, Records and Files of Customers 文易文件及紀錄 Documents and Records of Tran
	每名合夥人的控權人 Controller of Each Partner
В.	保存紀錄地點 Place for Keeping Records

豐明及陳斌(第 10(b)項) Declaration and Statement (Section 10(b))

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

室/樓/座等 Flat/Floor/Block etc.

大廈

有關紀錄會保存於本申請表第 3 項提述的建議註冊辦事處。

The record(s) involved will be kept in the proposed registered office referred to in section 3 of this application.

有關紀錄會保存於下述香港的地點—
The record(s) involved will be kept in the following place in Hong Kong—

Building	
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
District	
地區 Region	香港/HONG KONG

(有限合夥基金條例) (第 637 章) 第 79 條規定交付的

將指明基金註冊為有限合夥基金的申請書

填表須知 — 表格 LPF2

附註

引言

- 本表格是用以向公司註冊處處長(「處長」)申請將指明基金(即已根據《有限責任合夥 條例》(第 37 章)以有限責任合夥的形式設立及註冊的基金)根據《有限合夥基金條例》 (第 637 章)(「該條例」)註冊為有限合夥基金。
- 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。
- 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,則該表格須視為未 曾按該條例規定交付處長。

費用

5. 本表格必須連同正確的註冊費用一併交付,否則公司註冊處不會接納。有關所需費用的詳情,請參閱《有限合夥基金的註冊》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. 本表格必須由第 1 項提述的擬註冊為有限合夥基金的指明基金的普通合夥人簽署,而 該合夥人亦即第 7 項指名為有限合夥基金的建議普通合夥人。公司註冊處不接納未簽 妥的表格。
 - (a) 如該普通合夥人是自然人,本表格必須由該人簽署。
 - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (c) 如該普通合夥人是註冊非香港公司,本表格必須由該公司的一名董事、公司秘書、 經理或獲授權代表(《公司條例》第774(1)條所界定者)簽署,並填上簽署人的全 名及身分。
 - (d) 如該建議普通合夥人屬經遷冊公司的私人股份有限公司,本表格必須由該公司的 一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (e)如該普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (f) 如該普通合夥人是另一有限合夥基金,本表格必須由該另一基金的普通合夥人或 (如適用)該另一基金的獲授權代表簽署,並填上簽署人的全名及身分。
 - (g) 如該普通合夥人是具有法人資格的非香港有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (h) 如該普通合夥人是不具有法人資格的非香港有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。

擬註冊為有限合夥基金的指明基金的名稱及編號 (第 1 項)

- 請填報指明基金(即已根據《有限責任合夥條例》以有限責任合夥的形式設立及註冊的基金)的名稱。
- 請填報由稅務局轄下的商業登記署所發出的指明基金的商業登記號碼(即商業登記證號碼的首8位數字),「-,後的數字無須填寫。

有限合夥基金的建議名稱 (第2項)

9. 建議名稱須為一個英文名稱、一個中文名稱,或一個包含英文名稱及中文名稱的名稱。 基金的英文名稱的最後三個字須為"Limited Partnership Fund"或最後一個字須為 "LPF"。而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的名稱的 規定及限制,請參閱該條例第8及第9條。

有限合夥基金的建議註冊辦事處地址 (第3項)

10. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址及 郵政信箱號碼。建議地址自基金獲註冊起,須視作基金的註冊辦事處地址,直至有根 據該條例第25條,就該地址的更改通知(表格 LPF4A)送交處長存檔為止。

有限合夥基金的聯絡資料(第6項)

11. 請提供基金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 LPF4A 通知公司註冊處。

建議普通合夥人 (第7項)

- 12. 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人,普通合夥人必須是一
 - (a) 年滿 18 歲的自然人;
 - (b) 根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司;
 - (c) 註冊非香港公司;
 - (d) 屬經遷冊公司的私人股份有限公司;
 - (e) 根據《有限責任合夥條例》註冊的有限責任合夥;
 - (f) 有限合夥基金;
 - (q) 具有法人資格的非香港有限責任合夥;或
 - (h) 不具有法人資格的非香港有限責任合夥。
- 13. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。
- 14. 請填報屬非自然人的普通合夥人的地址。
 - (a)如建議普通合夥人是根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司,請填報其註冊辦事處地址。
 - (b) 如建議普通合夥人是註冊非香港公司,請填報其在香港的主要營業地點地址。
 - (c) 如建議普通合夥人屬經遷冊公司的私人股份有限公司,請填報其註冊辦事處地址。
 - (d)如建議普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其主要營業地點地址。
 - (e) 如建議普诵合夥人是另一有限合夥基金,請填報其註冊辦事處地址。
 - (f) 如建議普通合夥人是具有法人資格的非香港有限責任合夥,請填報其主要營業地 點地址。
 - (g) 如建議普通合夥人是不具有法人資格的非香港有限責任合夥,請填報其主要營業 地點地址。

- 15. 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。
- 16. 如建議普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話,請在此欄填上「無」。
- 17. (a) 如有限合夥基金的建議普通合夥人是另一有限合夥基金,或是不具有法人資格的 非香港有限責任合夥,該普通合夥人須委任一名人士為基金的獲授權代表,以負 責該基金的管理及控制。該獲授權代表必須是一
 - (i) 年滿 18 歳的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議獲授權代表自基金獲註冊起,須視為該基金的獲授權代表,直至有根據該條例第23(6)條,就該獲授權代表的更改通知(表格 LPF4C)送交處長存檔為止。
- 18. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
 - (a) 如建議獲授權代表是公司,必須由該公司的一名董事或公司秘書簽署同意擔任獲授權代表,並填上簽署人的全名及身分。
 - (b) 如建議獲授權代表是註冊非香港公司,必須由該公司的一名董事、公司秘書、經 理或獲授權代表(《公司條例》第774(1)條所界定者)簽署同意擔任獲授權代表,並 填上簽署人的全名及身分。
- 19. 請填報建議獲授權代表的地址。
 - (a) 如建議獲授權代表是香港居民,請填報其通訊地址,該地址不得為郵政信箱號碼。
 - (b) 如建議獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如建議獲授權代表是註冊非香港公司,請填報其在香港的主要營業地點地址。

建議投資經理 (第8項)

- **20.** (a) 基金的普通合夥人須委任最少一名投資經理,以執行基金的日常投資管理職能。 該名投資經理必須是一
 - (i) 年滿 18 歳的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議投資經理自該基金獲註冊起,須視為獲委任為該基金的投資經理,直至有根據該條例第25條,就該投資經理的更改通知(表格 LPF4C)送交處長存檔為止。
 - (c) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件,亦可以同時擔任投資經理。

建議負責人 (第9項)

- 21. (a) 基金的普通合夥人須委任一名負責人,以執行《打擊洗錢及恐怖分子資金籌集條例》(第615章) 附表2所列的措施。該名負責人必須是一
 - (i) 認可機構;
 - (ii) 持牌法團;
 - (iii) 會計專業人士;或
 - (iv) 法律專業人士。

認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》附表 1 第 2 部第 1 條所給予的涵義。

- (b) 建議負責人自該基金獲註冊起,須視為獲委任為該基金的負責人,直至有根據該條例第25條,就該負責人的更改通知(表格 LPF4C)送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為負責人的其中一項條件,亦可以同時擔任負責人。
- 22. 請填報屬自然人的負責人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。

根據該條例第 29 條須保存的紀錄 (第 10(b)項)

- 23. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其 他地方,保存以下紀錄一
 - (i) 基金的財務報表,而該報表是由根據該條例第 21 條委任的核數師審計的;
 - (ii) 合夥人紀錄冊;
 - (iii) 就基金的客户(包括基金的有限責任合夥人)而言—(打擊洗錢及恐怖分子資金 籌集條例)附表 2 第 20(1)(b)條描述的文件、紀錄及檔案;
 - (iv) 基金進行的每項交易的文件及紀錄;及
 - (v) 基金的每名合夥人的控權人。
 - (b) 關於保存紀錄的規定,請參閱該條例第 28 及 29 條。
 - (c) 如紀錄的保存地點有任何更改,基金的普通合夥人須根據該條例第31條將有關更改的通知(表格 LPF4A)送交處長存檔。

APPLICATION FOR REGISTRATION OF A SPECIFIED FUND AS A LIMITED PARTNERSHIP FUND

For the purposes of section 79 of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF2

Introduction

- This form should be used for applying to the Registrar of Companies (the Registrar) for registration of a specified fund (which was set up in the form of a limited partnership and registered under the Limited Partnerships Ordinance (Cap. 37)) as a limited partnership fund under the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance).
- Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
- Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
- 4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

Fee

5. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Registration of a Limited Partnership Fund' for the 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 the general partner in the specified fund referred to in section 1 of this form, who is named in section 7 as the proposed general partner of the limited partnership fund. A form which is not properly signed will be rejected by the Companies Registry.
 - (a) If the general partner is a natural person, this form must be signed by the person.
 - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the company with the full name and capacity of the signatory stated.
 - (d) If the proposed general partner is a private company limited by shares that is a re-domiciled company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (e) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (f) If the general partner is another limited partnership fund, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
 - (g) If the general partner is a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

(h) If the general partner is a non-Hong Kong limited partnership without a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

Name and Number of the Specified Fund for Registration as a Limited Partnership Fund (Section 1)

- Please provide the name of the specified fund which was set up in the form of a limited partnership and registered under the Limited Partnerships Ordinance.
- Please provide the business registration number of the specified fund (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.

Proposed Name of the Limited Partnership Fund (Section 2)

9. The proposed name must be an English name, a Chinese name, or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合夥基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

Proposed Address of the Registered Office of the Limited Partnership Fund (Section 3)

10. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

Contact Information of the Limited Partnership Fund (Section 6)

11. Please provide the email address and contact telephone number in Hong Kong of the fund 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 LPF4A.

Proposed General Partner (Section 7)

- 12. Please provide the particulars of the proposed general partner. A limited partnership fund must have one general partner. The general partner in the fund must be—
 - (a) a natural person who is at least 18 years old;
 - (b) a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance:
 - (c) a registered non-Hong Kong company;
 - (d) a private company limited by shares that is a re-domiciled company;
 - (e) a limited partnership registered under the Limited Partnerships Ordinance;
 - (f) a limited partnership fund:
 - (g) a non-Hong Kong limited partnership with a legal personality; or
 - (h) a non-Hong Kong limited partnership without a legal personality.
- 13. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country region of any passport held by the person.
- 14. Please provide the address of the proposed general partner (other than natural person).
 - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office.
 - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

- (c) If the proposed general partner is a private company limited by shares that is a re-domiciled company, please provide the address of its registered office.
- (d) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
- (e) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
- (f) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
- (g) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
- 15. 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.
- 16. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.
- 17. (a) If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company: or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
- 18. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
 - (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
- 19. Please provide the address of the proposed authorized representative of the limited partnership fund.
 - (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
 - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

Proposed Investment Manager (Section 8)

- 20. (a) The general partner in the fund must appoint at least a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.

- (b) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Proposed Responsible Person (Section 9)

- 21. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—
 - (i) an authorized institution;
 - (ii) a licensed corporation;
 - (iii) an accounting professional; or
 - (iv) a legal professional.

Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持陳法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2

- of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance.

 (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
- 22. Please provide the Hong Kong Identity Card number of the responsible person who is a natural person or, if the person does not have an identity card, the number and issuing country / region of any passport held by the person.

Records that are required to be kept under section 29 of the Ordinance (Section 10(b))

- 23. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
 - (ii) a register of partners;
 - (iii) in relation to a customer of the fund (including a limited partner in the fund)—the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance;
 - (iv) documents and records of each transaction carried out by the fund; and
 - (v) the controller of each of the partners in the fund.
 - (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
 - (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance.



有限合夥基金 普通合夥人、獲授權代表、 投資經理及負責人更改通知

Notification of Change of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund

表格 LPF4C

				號 Number
1	有限合夥基金名稱 Name of the Limited Pa	rtnership Fund		
		-		
2	普通合夥人的變更 Change of General Part	ner		
A.	普通合夥人的停任 Cessation of the General Part	ner		
	現時在公司註冊處登記的普通合夥人的全名 Full Name of the General Partner Currently Register	ed with the Compani	es Registry	
		F-	<u> </u>	
	請在適用的空格內加上 √ 號 Please tick the relevant box 停任原因	免職	丁 更换	
	Reason for Cessation Withdrawal	Removal	Replacement	
	停任日期 Date of Cessation Withdrawal	Removal	Replacement	
	停任日期	Removal	Replacement	年YYYY
В.	停任日期 Date of Cessation	∄ DD	·	年 YYYY
В.	停任日期 Date of Cessation	∄ DD	·	年YYYY
В.	停任日期 Date of Cessation 新普通合夥人的詳情 Details of the new Gener 成為普通合夥人的日期	∄ DD	·	年 YYYY 年 YYYY
提:	停任日期 Date of Cessation 新普通合夥人的詳情 Details of the new Gener 成為普通合夥人的日期 Date of Becoming General Partner 交人資料 Presentor's Reference	H DD	月 MM	·
提:	停任日期 Date of Cessation 新普通合夥人的詳情 Details of the new Gener 成為普通合夥人的日期 Date of Becoming General Partner	H DD	月 MM 月 MM	·
提生	停任日期 Date of Cessation 新普通合夥人的詳情 Details of the new Gener 成為普通合夥人的日期 Date of Becoming General Partner 交人資料 Presentor's Reference	H DD	月 MM 月 MM	·
提生	停任日期 Date of Cessation 新普通合夥人的詳情 Details of the new Gener 成為普通合夥人的日期 Date of Becoming General Partner 交人資料 Presentor's Reference 名/名賴 Name:	H DD	月 MM 月 MM	·
提姓地電	停任日期 Date of Cessation 新普通合夥人的詳情 Details of the new Gener 成為普通合夥人的日期 Date of Becoming General Partner 交人資料 Presentor's Reference 名/名賴 Name:	H DD	月 MM 月 MM	·

表格 LPF4C

	編號	Number
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- 2 普通合夥人的變更 Change of General Partner (續上頁 cont'd)
- B. 新普通合夥人的詳情 Details of the new General Partner

(請填報 a 或 b 項 Please complete item a or b)

a. 普通合夥人(年滿 18 歲的自然人) General Partner (Natural Person who is at least 18 years old)

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in Englis
通訊地址		
Correspondence Address (本處不接納郵政信箱號碼 Post office box r	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		
電郵地址 Email Address		
身分識別 Identification		
(a) 香港身分證號碼 Hong Kong Identity Card Number	er	(
(b) 護照 Passport		

±tr		And Dale Married
M LPF4C		編號 Number
2 普通合夥人的變更 Change of 3. 新普通合夥人的詳情 Details of	of General Partner (續上頁 cont'd) f the new General Partner	
 普通合夥人(非自然) General I 全名 Full Name 	Partner (Other than Natural Person)	
	中文 Chinese	
	英文 English	
普通合夥人是 一		
General Partner is —		
請在適用的空格內加上 √ 號 Please		m 사구를 사고
	彰) 或《舊有公司條例》成立為法團的私人 by shares incorporated under the Compar	
註冊非香港公司 a registered non-Hong Kong	company	
屬經遷冊公司的私人股份有 a private company limited by	限公司 / shares that is a re-domiciled company	
	(第 37 章) 註冊的有限責任合夥 red under the Limited Partnerships Ordinal	nco (Can. 27)
另一有限合夥基金 (請同時期	复報第 3 項)	псе (Оар. 37)
具有法人資格的非香港有限	fund (Please also complete Section 3) 責任合夥	
a non-Hong Kong limited pa	rtnership with a legal personality	
	限責任合夥(請同時填報第3項) rtnership without a legal personality (Pleas	e also complete Section 3)
地址 Address		
室 /楼/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		

報馆答繼商	7

商業登記號碼 Business Registration Number

電郵地址 Email Address

格	LPF4C				編號 Number
	獲授權代表的變更 Change of A	uthorized Represen	itative		
	獲授權代表的停任 Cessation of the	e Authorized Represe	entative		
	現時在公司註冊處登記的獲授權代表的				
	Full Name of the Authorized Represent	ative Currently Registe	red with the Co	ompanies Reg	istry
	停任日期				
	Date of Cessation	日DI	D	月MM	年 YYY
	獲授權代表的委任 Appointment of (只適用於普通合夥人是另一有限合夥基。 Only applicable where the general partner is and	这或是不具有法人資格的 非	作香港有限責任		nip without a legal p
	委任日期 Date of Appointment				
		L	L D	月MM	年 YYY
		日DI			
	(請填報 a 或 b 項 Please complete item a or 獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong M 全名 Full Name	b))	at least 18 y	ears old)	
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese	b))			Other Names in E
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong F 全名 Full Name	b)) (ong Resident who is 英文姓氏 Surname			Other Names in E
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong Me 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address	b)) (ong Resident who is 英文姓氏 Surname			Other Names in E
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address (本庭不提納賣政信葡號碼 Post office box r 室/樓/ 图等	b)) (ong Resident who is 英文姓氏 Surname			Other Names in E
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address (本庭不提納數政信箱號碼 Post office box r 室/樓/ 医等 Flat/ Floor/ Block etc. 大廈	b)) (ong Resident who is 英文姓氏 Surname			Other Names in E
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address (本庭不提納郵政信箱競碼 Post office box r 室/標/座等 Flat/ Floor/ Block etc. 大度 Building 街道/屋苑/地段/村等	b)) (ong Resident who is 英文姓氏 Surname			Other Names in E
	種授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address (本底不接納郵政信箱號碼 Post office box r 室(権) 医等 Flat/Floor/Block etc. 大廈 Building 街道/屋苑/地段/村等 Street/Estate/Lot/Village etc. 區 District	b)) (ong Resident who is 英文姓氏 Surname	in English		Other Names in E
	獲授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address (本意不接納郵政信箱號碼 Post office box r 室/標/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	b)) Kong Resident who is 英文姓氏 Sumame	in English		Other Names in E
	種授權代表(年滿 18 歲的香港居民 Authorized Representative (Hong P 全名 Full Name 中文姓名 Name in Chinese 通訊地址 Correspondence Address 本底不提射郵政信箱號碼 Post office box r 室/豫・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	b)) Kong Resident who is 英文姓氏 Sumame	in English		Other Names in E

簽署 Signed:

全名 Full Name:

表格 LPF4C

編號	Number

3 獲授權代表的變更 Change of Authorized Representative (續上頁 cont'd)

獲授權代表的委任 Appoint	tment of Authorized Representative
獲授權代表(公司/註冊非行 Authorized Representative	香港公司) (Company/Registered Non-Hong Kong Company)
獲授權代表是一 Authorized Representative is-	_
請在適用的空格內加上√號 Ple ☑ 公司 a company	ase tick the relevant box □ 註冊非香港公司 a registered non-Hong Kong company
全名 Full Name	
生名 Full Name	
	中文 Chinese
	TX Cliniese
	** English
地址 Address	英文 English
室/樓/座等	
Flat / Floor / Block etc.	
大廈 Building	
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
E District	
地區 Region	香港/HONG KONG
電郵地址 Email Address	
商業登記號碼 Business Registration Numbe	er
我們同意擔任有限合夥基金的	

簽署 Signed:

全名 Name :

身分 Capacity :

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LPF4C			編號 Number					
m LPF46								
投資經理的變更 Change of Inves	stment Manager							
(請填報 A 或 B 項。如須在 A 或 B 項填報								
(Please complete Part A or B. Use Continuate 投資經理的停任 Cessation of the	•	ger in Part A or B is invo	lved)					
現時在公司註冊處登記的投資經理的	-							
Full Name of the Investment Manager	Currently Registered with the Com	panies Registry						
停任日期								
Date of Cessation								
	目 DD	月MM	年 YYYY					
投資經理的委任 Appointment of In	nvestment Manager							
委任日期								
Date of Appointment								
(請填報 a 或 b 項 Please complete item a o	E DD	月 MM	年 YYYY					
中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Ot	her Names in English					
香港身分證號碼 Hong Kong Identity Card Number			(
投資經理(公司/註冊非香港公司)	投資經理(公司/註冊非香港公司) Investment Manager (Company/Registered Non-Hong Kong Company)							
	Registered Non-Hong Rong Con	прапу)						
投資經理是 — Investment Manager is —								
請在適用的空格內加上 √ 號 Please tick to	he relevant box							
公司 a company	註冊非香港公司 a registered no	n-Hong Kong comp	any					
全名 Full Name								
	中文 Chinese							
	英文 English							

商業登記號碼 Business Registration Number

:	表格 Form	LPF4C		編號 Number
,				
		負責人的變更 Change of Respon 負責人的停任 Cessation of the Re		
	٦.	現時在公司註冊處登記的負責人的全名		
			ca Currently Registered with the Companies R	egistry
		停任日期 Date of Cessation		
1	В.	負責人的委任 Appointment of Res	日 DD 月 N sponsible Person	MM 年 YYYY
		委任日期 Date of Appointment		
	a.	負責人是 一	日 DD 月 N	MM 年 YYYY
	b.	Responsible Person is — 荔在適用的空格內加上 / 號 Please tick tf	法團	法律專業人士 ssional a legal professional
		中文维名 Name in Chinese 身分識別 Identification	英文姓氏 Surname in English	英文名字 Other Names in English
		(a) 香港身分證號碼 Hong Kong Identity Card Number		()
		(b) 護照 Passport		
	c.		/地區 Issuing Country/Region ible Person (Entity other than a natural	號碼 Number person)
			中文 Chinese	
			英文 English	
0		商業登記號碼 Business Registration Number		
		通知所包括的續頁數目 mber of Continuation Sheet(s) inclu	ided in this Notification	
6		署 Signed: 名 Name:		

日期 Date:

日 DD / 月 MM / 年 YYYY

普通合夥人 General Partner

身分 Capacity: (如適用 if applicable)

表格 LPF4C

	LIITO		- 5	號 Number			
红丝	₹經理的變更 (第4項) Change of	wostmont Managor (Soction 4)					
Σ.J. Δ.	投資經理的停任 Cessation of the		<u>4</u> ,				
	現時在公司註冊處登記的投資經理的						
	Full Name of the Investment Manage	Currently Registered with the Co	mpanies Registry				
				T			
	停任日期 Date of Cessation						
		日 DD	 月 MM	年 YYYY			
_	All the All th		A IVIIVI	41111			
В.	投資經理的委任 Appointment o	investment manager	1	1			
	委任日期 Date of Appointment						
		上 目 DD	I 月 MM	年 YYYY			
	(請填報 a 或 b 項 Please complete item a		,,	T			
a.	投資經理(年滿 18 歲的香港居民) Investment Manager (Hong Kong Resident who is at least 18 years old)						
	全名 Full Name						
	中文姓名 Name in Chinese	英文姓氏 Surname in English	立	Other Names in English			
	1222	77.mm	2221	•			
	香港身分證號碼 Hong Kong Identity Card Number			(
	Hong Kong Identity Card Number			\			
h.	投資經理(公司/註冊非香港公司	1					
~.	Investment Manager (Company		ompany)				
	投資經理是 一						
	Investment Manager is —	h					
	請在適用的空格內加上 √ 號 Please tick the relevant box						
	公司 a company 註冊非香港公司 a registered non-Hong Kong company						
	公司 a company	註冊非會港公司 a registered	non-Hong Kong com	ipany			
	全名 Full Name	肚冊非會港公司 a registered i	non-Hong Kong com	pany			
		□ 肚間非香港公司 a registered	non-Hong Kong com	pany			
		肚卌非香港公司 a registered 中文 Chinese	non-Hong Kong com	pany			
			non-Hong Kong com	pany			
			non-Hong Kong com	pany			

續頁 Continuation Sheet

《有限合夥基金條例》(第 637 章) 第 23(6) 及 25 條規定交付的

有限合夥基金普通合夥人、獲授權代表、投資經理及負責人更改通知

填表須知 — 表格 LPF4C

附註

引言

- 有限合夥基金(「基金」)的普通合夥人、獲授權代表、投資經理或負責人如有任何更改,該基金 的普通合夥人必須在更改發生後的 15 日內,將有關更改的通知以本表格送交公司註冊處處長 (「處長」)存檔。
- 請劃一以中文或英文申報各項所需資料。如以中文申報,請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
- 3. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
- 4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或親身到上址交付。 如以郵寄方式交付表格而處長並沒有收到該表格的話,則該表格須視為未曾按《有限合夥基金條例》規定交付處長。

費用

5. 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 《有限合夥基金註冊後須向公司註冊處交付文件的責任》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

- 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
 - (a) 如該普通合夥人是自然人,本表格必須由該人簽署,並填上該人的全名。
 - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (c)如該普通合夥人是註冊非香港公司,本表格必須由該公司的一名董事、公司秘書、經理或 獲授權代表(《公司條例》第774(1)條所界定者)簽署,並填上簽署人的全名及身分。
 - (d)如該普通合夥人屬經遷冊公司的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (e)如該普通合夥人是根據《有限責任合夥條例》(第37章)註冊的有限責任合夥,或具有法人 資格的非香港有限責任合夥,本表格必須由該有限責任合夥的一名普通合夥人簽署,並填 上簽署人的全名及身分。
 - (f) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥,本表格必須由根據《有限合夥基金條例》第23條獲委任為該基金的獲授權代表簽署。
 - (i) 如該獲授權代表是自然人,則由該人簽署,並填上該人的全名及身分。
 - (ii) 如該獲授權代表是公司,則由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (iii) 如該獲授權代表是註冊非香港公司,則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》第774(1)條所界定者)簽署,並填上簽署人的全名及身分。

新普通合夥人的詳情 (第 2B 項)

- 7. 有限合夥基金必須有一名普通合夥人,普通合夥人必須是一
 - (a) 年滿 18 歲的自然人;
 - (b) 根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司;
 - (c) 註冊非香港公司;
 - (d) 屬經遷冊公司的私人股份有限公司;
 - (e) 根據《有限責任合夥條例》註冊的有限責任合夥;
 - (f) 有限合夥基金;
 - (g) 具有法人資格的非香港有限責任合夥;或
 - (h) 不具有法人資格的非香港有限責任合夥。
- 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。
- 請填報屬非自然人的普通合夥人的地址。
 - (a) 如新的普通合夥人是根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司,請填報其註冊辦事處地址。
 - (b) 如新的普通合夥人是註冊非香港公司,請填報其在香港的主要營業地點地址。
 - (c) 如新的普通合夥人屬經遷冊公司的私人股份有限公司,請填報其註冊辦事處地址。
 - (d) 如新的普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其主要營業 地點地址。
 - (e) 如新的普诵合夥人是另一有限合夥基金, 請填報其註冊辦事處地址。
 - (f) 如新的普通合夥人是具有法人資格的非香港有限責任合夥,請填報其主要營業地點地址。
 - (g) 如新的普通合夥人是不具有法人資格的非香港有限責任合夥,請填報其主要營業地點地 址。
- 10. 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。
- 11. 如新的普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話,請在此欄填上「無」。

獲授權代表的委任 (第 3B 項)

- 12. 如有限合夥基金的普通合夥人是另一有限合夥基金,或是不具有法人資格的非香港有限責任合夥,該普通合夥人須委任一名人士為基金的獲授權代表,以負責該基金的管理及控制。該獲授權代表必須是一
 - (a) 年滿 18 歲的香港居民;
 - (b) 公司;或
 - (c) 註冊非香港公司。
- 13. 新委任的獲授權代表須同意擔任基金的獲授權代表。
 - (a)如新委任的獲授權代表是公司,必須由該公司的一名董事或公司秘書簽署同意擔任獲授權代表,並填上簽署人的全名及身分。
 - (b) 如新委任的獲授權代表是註冊非香港公司,必須由該公司的一名董事、公司秘書、經理或 獲授權代表(《公司條例》第774(1)條所界定者)簽署同意擔任獲授權代表,並填上簽署人 的全名及身分。

- 14. 請填報新委任的獲授權代表的批址。
 - (a) 如該獲授權代表是香港居民,請填報其通訊地址,該地址不得為郵政信箱號碼。
 - (b) 如新委任的獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如新委任的獲授權代表是註冊非香港公司,請填報其在香港的主要營業地點地址。

投資經理的委任 (第 4B 項)

- 15. (a) 基金的普通合夥人須委任最少一名投資經理,以執行基金的日常投資管理職能。該名投資 經理必須是一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件,亦可以同時擔任投資經理。

負責人的委任 (第 5B 項)

- **16.** (a) 基金的普通合夥人須委任一名負責人,以執行《打擊洗錢及恐怖分子資金籌集條例》(第615章) 附表 2 所列的措施。該名負責人必須是一
 - (i) 認可機構;
 - (ii) 持牌法團;
 - (iii) 會計專業人士;或
 - (iv) 法律專業人士。

認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》附表 1 第 2 部第 1 條所給予的涵義。

(b) 如普通合夥人符合上述(a)項作為負責人的其中一項條件,亦可以同時擔任負責人。

NOTIFICATION OF CHANGE OF GENERAL PARTNER, AUTHORIZED REPRESENTATIVE, INVESTMENT MANAGER AND RESPONSIBLE PERSON OF LIMITED PARTNERSHIP FUND

For the purposes of sections 23(6) and 25 of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF4C

Introduction

- Where there is change of the general partner, authorized representative, investment manager or
 responsible person of a limited partnership fund (the fund), the general partner in the fund must file a
 notification of the change in this form with the Registrar of Companies (the Registrar) within 15 days after
 the change occurs.
- Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
- Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
- 4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance.

Fee

5. 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 'Filing Obligations of a Limited Partnership Fund after registration' for the 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

- This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
 - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
 - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the company with the full name and capacity of the signatory stated.
 - (d) If the general partner is a private company limited by shares that is a re-domiciled company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (e) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (f) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Limited Partnership Fund Ordinance.
 - If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
 - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.

(iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the company with the full name and capacity of the signatory stated.

Details of the new General Partner (Section 2B)

- 7. A limited partnership fund must have one general partner. The general partner in the fund must be-
 - (a) a natural person who is at least 18 years old;
 - (b) a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance;
 - (c) a registered non-Hong Kong company;
 - (d) a private company limited by shares that is a re-domiciled company;
 - (e) a limited partnership registered under the Limited Partnerships Ordinance;
 - (f) a limited partnership fund:
 - (g) a non-Hong Kong limited partnership with a legal personality; or
 - (h) a non-Hong Kong limited partnership without a legal personality.
- 8. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country / region of any passport held by the person.
- 9. Please provide the address of the new general partner (other than natural person).
 - (a) If the new general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of the company's registered office.
 - (b) If the new general partner is a registered non-Hong Kong company, please provide the address of the company's principal place of business in Hong Kong.
 - (c) If the new general partner is a private company limited by shares that is a re-domiciled company, please provide the address of its registered office.
 - (d) If the new general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of the limited partnership's principal place of business.
 - (e) If the new general partner is another limited partnership fund, please provide the address of the fund's registered office.
 - (f) If the new general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of the limited partnership's principal place of business.
 - (g) If the new general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of the limited partnership's principal place of business.
- 10. 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.
- 11. If the new general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.

Appointment of Authorized Representative (Section 3B)

- 12. If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be—
 - (a) a Hong Kong resident who is at least 18 years old;
 - (b) a company; or
 - (c) a registered non-Hong Kong company.

- The newly appointed authorized representative must consent to be the authorized representative of the fund.
 - (a) If the newly appointed authorized representative is a company, the consent is to be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the newly appointed authorized representative is a registered non-Hong Kong company, the consent is to be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
- 14. Please provide the address of the newly appointed authorized representative of the limited partnership
 - (a) If the newly appointed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the newly appointed authorized representative is a company, please provide the address of its registered office.
 - (c) If the newly appointed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

Appointment of Investment Manager (Section 4B)

- 15. (a) The general partner in the fund must appoint at least a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company: or
 - (iii) a registered non-Hong Kong company.
 - (b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Appointment of Responsible Person (Section 5B)

- 16. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—
 - (i) an authorized institution;
 - (ii) a licensed corporation;
 - (iii) an accounting professional; or
 - (iv) a legal professional.

Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance.

(b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.



非香港基金在申請日期的資料

將非香港基金註冊為 有限合夥基金的申請書 Application for Registration of a Non-Hong Kong Fund as a Limited Partnership Fund

表格 LPF10

註 Note

Particulars of the Non-Hong Kong Fund as at the Application Date ⑥ A. 名稱 Name ⋒ C. 商業登記號碼 Business Registration Number 建議英文名稱 Proposed English Name 建議中文名稱 Proposed Chinese Name **10** 3 有限合夥基金的建議註冊辦事處地址 Proposed Address of the Registered Office of the Limited Partnership Fund (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. District 地區 香港/HONG KONG Region

請勿填寫本欄 For Official Use

有限合夥基金的建議投資範		itad Dantmanahi	- F		
Proposed Investment Scope of	of the Lim	ited Partnersni	p Funa		
有限合夥基金的建議主要營	坐				
Proposed Principal Place of E		of the Limited F	artnership Fu	ınd	
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					
有限合夥基金的聯絡資料 Contact Information of the Lin	nitad Part	ershin Fund			
(a) 電郵地址	iiteu rait	lership r unu			
Email Address					
		1			
(b) 香港聯絡電話號碼 Hong Kong Contact Telephone		+852			

② 7 建議普通合夥人 Proposed General Partner

(請填報 A 或 B 項 Please complete Part A or B)

A. 建議普通合夥人(年滿 18 歲的自然人) Proposed General Partner (Natural Person who is at least 18 years old)

中文姓名 Name in Chinese	英文姓氏 Sumame in English	英文名字 Other Names in Engl
通訊地址 Correspondence Address (本處不接納郵政信箱號碼 Post office bo	x numbers are not acceptable)	
室/棲/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/郵鐵區號等 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) 香港身分證號碼 Hong Kong Identity Card Number		(
(b) 護照 Passport		

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

1	
	中文 Chinese
	英文 English
建議普通合夥人是—	
Proposed General Partner is—	
請在適用的空格內加上 🗸 號	Please tick the relevant box
	2章)或【舊有公司條例】成立為法團的私人股份有限公司 by shares incorporated under the Companies Ordinance (Cap. 622) or a form
註冊非香港公司	
a registered non-Hong Kon 屬經遷冊公司的私人股份	-
	by shares that is a re-domiciled company
	(f) (第 37 章) 註冊的有限責任合夥
a limited partnership registe 另一有限合夥基金(請同時	ered under the Limited Partnerships Ordinance (Cap. 37) 生性 銀 C 用)
	fund (Please also complete Part C)
具有法人資格的非香港有	
	artnership with a legal personality
人具石法人資格的非香油	k有限者任合數(法同時倍與C項)
	i有限責任合夥(<i>請同時填報 C 項)</i> artnership without a legal personality (Please also complete Part C)
a non-Hong Kong limited pa	
a non-Hong Kong limited pa 地址 Address	
── a non-Hong Kong limited pa 地址 Address 室/樓/座等	
a non-Hong Kong limited pa 地址 Address 室/楼/座等 Flat / Floor / Block etc.	
□ a non-Hong Kong limited pa 地址 Address 室/棟/座等 Flat / Floor / Block etc. 大廈	
□ a non-Hong Kong limited pa 地址 Address 室/棟/座等 Flat / Floor / Block etc. 大廈	
a non-Hong Kong limited pa 地址 Address 室/複/座等 Flat:/Floor/Block etc. 大廈 Building 街道/風苑/地段/村等	
a non-Hong Kong limited pa 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.	
a non-Hong Kong limited pa 地址 Address 室/楼/座等 Flat/Floor/Block etc. 大廈 Building 街道/風苑/地段/村等 Street/Estate/Lot/Village etc. 區/市/省/州/郵麗區號等	
a non-Hong Kong limited pa 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/	
a non-Hong Kong limited pa 地址 Address 室/標/座等 Flat、/Floor、/Block etc. 大廈 Building 街道/風苑/地段/村等 Street、/Estate / Lot、/Village etc. 區/市/省/州/郭麗區號等 District / City / Province State / Postal Code etc.	
a non-Hong Kong limited pa 地址 Address 室/樓/座等 Flat/Floor/Block etc. 大廈 Building 街道/風苑/地段/村等 Street/Estate/Lot/Village etc. 區市(台/州/郭越區號等 District/City/Province/ State/Postal Code etc.	
a non-Hong Kong limited pa 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	
a non-Hong Kong limited pa 地址 Address 室/樓/座等 Flat/Floor/Block etc. 大廈 Building 街道/風苑/地段/村等 Street/Estate/Lot/Village etc. 區市(台/州/郭越區號等 District/City/Province/ State/Postal Code etc.	
a non-Hong Kong limited pa 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	

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner (只適用於建議普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限責任合夥 Only applicable where the proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)
 - (請填報 a 或 b 項 Please complete item a or b)

a. 建議獲授權代表(年滿 18 歲的香港居民)
Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in Englis
通訊地址 Correspondence Addres (本處不接納郵政信箱號碼 Post offic		
室 /楼/座等 Flat/Floor/Block etc.		
大廈 Building		
街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		
Ⅲ District		
地區 Region	香港/HONG KONG	
電郵地址 Email Address		
香港身分證號碼 Hong Kong Identity Card Number		(
本人同意在基金獲註冊為有限台I consent to be the authorized represe	: 野基金起擔任其獲授權代表。 entative of the limited partnership fund v	with effect from the registration of th
簽署 Signed :		

- 7 建議普通合夥人 Proposed General Partner (續上頁 cont'd)
- C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner

請在適用的空格內加上 ✓ 號 PI □□公司 a company	lease tick the relevant box 註冊非香港公司 a registered non-Hong Kong company
全名 Full Name	
	中文 Chinese
	英文 English
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.	
E District	
地區 Region	香港/HONG KONG
電郵地址 Email Address	
商業登記號碼 Business Registration Number	
	を 合 彩 基 金 起 擔 任 其 獲 授 權 代 表 。 presentative of the limited partnership fund with effect from the registration of the

■ 8 建議投資經理 Proposed Investment Manager

(詩填製 A 或 B 項。如須在 A 或 B 項填製超過一名建議投資經理,請用續頁 A) (Please complete Part A or B. Use Continuation Sheet A if more than 1 proposed investment manager in Part A or B is involved)

A. 建議投資經理 (年満 18 歳的香港居民)

	Proposed Investment Manager (Hon 全名 Full Name	g Kong Resident who is at leas	t 18 years old)
	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English
	香港身分證號碼 Hong Kong Identity Card Number		(
В.	建議投資經理(公司/註冊非香港 Proposed Investment Manager (Cor		Kong Company)
	建議投資經理是— Proposed Investment Manager is—		
	請在適用的空格內加上 ✓ 號 Plea:	se tick the relevant box	
	公司 a company	註冊非香港公司 a registered non-Hong Kor	ng company
	全名 Full Name		
		中文 Chinese	
		英文 English	
	商業登記號碼 Business Registration Number	A Chighian	
9	建議負責人 Proposed Respons	ible Person	
A.	建議負責人是一 Proposed Responsible Person is— 請在適用的空格內加上 ✓ 號 Please tic	k the relevant box	
	認可機構 拼牌 an authorized institution a lice		────────────────────────────────────
	(請填報 B 或 C 項 Please complete item E	3 or C)	
В.	建議負責人(自然人) Proposed Responsible Person (Natural Person)	
	全名 Full Name		
	中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English
	身分識別 Identification		
	(a) 香港身分證號碼 Hong Kong Identity Card Number		(
	(b) 護照 Passport		
		簽發國家/地區 Issuing Country/Re	gion 號碼 Number

- 9 建議負責人 Proposed Responsible Person (續上頁 cont'd)
- C. 建議負責人(非自然人的實體)
 Proposed Responsible Person (Entity other than a natural person)

	全名 Full Name	
		中文 Chinese
		英文 English
_	商業登記號碼	英文 Linglish
16	Business Registration Numbe	r
•		
23) 10	呈交人資料 Presentor's	
		/律師,代表建議普通合夥人呈交一 ⊦ behalf of the proposed general partner by the following Hong Kong law firm∕solicitor
	請在適用的空格內加上 / 類 香港律師行	
	Hong Kong law firm	Solicitor
	全名 Full Name	
		中文 Chinese
		英文 English
	地址 Address	^~
	室/模/座等	
	Flat / Floor / Block etc.	
	大廈	
	Building	
	街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.	
	ॾ District	
	地區	## /HONG KONG
	Region	香港/HONG KONG
	電話 Telephone	傳真 Fax
	電郵 Email	
1 5	商業登記號碼 Business Regis	stration Number
	(只供以獨資經營形式執業的律) 上「不適用」	断填報・否則請填
	Only applicable where the solicitor proprietorship. Otherwise, please state to	
	星交人檔號(如有的話)	···· , pp,
	主义八值或(知为时起) Presentor's Reference No. (if ar	1у)

11 臀明及陳斌 Declaration and Statement

本申請書的簽署人,即本申請的申請人(下稱「有關申請人」),現作出以下聲明、承諾及陳述一 The signatory of this application, being the applicant of this application ("the Applicant"), hereby makes the following declaration, undertaking and statements—

請在下列(f)及(g)項適用的空格內加上✓號 Please tick the relevant boxes in items (f) and (g) below

(a) 如有關非香港基金(或由他人代該基金)所訂的任何合約或所作的任何承諾規定,須就建議中的有限合夥基金註冊徵得同意或批准,有關非香港基金已徵得該項同意或批准,或已獲免遵守該項規定。

Any consent to or approval for the proposed registration as a limited partnership fund required by any contract entered into or undertaking given by or on behalf of the non-Hong Kong fund has been obtained or waived.

(b) 如有關非香港基金(或由他人代該基金)所訂的任何合約或所作的任何承諾規定,須就有意在該基金的設立地進行的撤銷註冊,徵得同意或批准,有關非香港基金已徵得該項同意或批准,或已獲免遵守該項規定。

Any consent to or approval for the intended deregistration of the non-Hong Kong fund in its place of establishment required by any contract entered into or undertaking given by or on behalf of the fund has been obtained or waived.

(c) 有意在該非香港基金的設立地進行的撤銷註冊,不受該地的法律禁止,亦不受該基金的合 夥人之間訂立的任何協議禁止。

The intended deregistration of the non-Hong Kong fund in its place of establishment is not prohibited under the law of that place or by any agreement entered into among the partners in the fund.

(d) 有關建議普通合夥人明白,如該非香港基金獲註冊為有限合夥基金,而該基金沒有在註冊 日期後的60日(或根據《有限合夥基金條例》(第637章)(下稱「該條例」)第82E(2)條延 長的限期)內,在其設立地撤銷註冊,公司註冊處處長(下稱「處長」)可從《基金登記冊》 剔除該基金的名額。

The proposed general partner understands that if the non-Hong Kong fund is registered as a limited partnership fund, the Registrar of Companies ("the Registrar") may strike the name of the fund off the LPF Register if the fund is not deregistered in its place of establishment within 60 days (or the period extended under section 82E(2) of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance")) after the registration date.

(т)	
	□ 除該條例第 7(1)(i)條外,有關基金符合該條例第 7 條的資格規定。有關基金所有的 議合夥人,均屬同一公司集團之中的法團。有關申請人明白,如有關基金獲註冊為有 合夥基金,而在該基金獲發註冊證明書之日的第 2 個周年日後,該基金所有的合夥 屬同一公司集團之中的法團,則處長可從《基金登記冊》剔除該基金的名稱。

The fund is intended to be set up as a limited partnership fund.

Except for section 7(1)(i), the fund meets the eligibility requirements in section 7 of the Ordinance. All the proposed partners in the fund are corporations in the same group of companies. The Applicant understands that if the fund is registered as a limited partnership fund, the Registrar may strike the name of the fund off the LPF Register if all the partners in the fund are corporations in the same group of companies after the second anniversary of the date on which its certificate of registration is issued.

限

有關基金撥設立為有限合點基金。

(e)

24	11	聲	明及	陳述 Declaration and Stateme	nt (續上頁 cont'd)	
		(g)		有關基金根據該條例第 29 條保 事處。	存的 <u>所有</u> 紀錄會保存於本申請	表第 3 項提述的建議註冊辦
				<u>All</u> the records that the fund will kept in the proposed registered o		
				有關基金根據該條例第 29 條係 港的地方—	保存的 <u>所有</u> 紀錄會保存於其建	議註冊辦事處以外的下述香
				<u>All</u> the records that the fund will kept in the following place in Hon		
				室/樓/座等 Flat/Floor/Block etc.		
				大廈 Building		
				街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.		
				E. District		
				地區 Region	香港/HONG KONG	
				有關基金根據該條例第 29 條保	存的紀錄會 <u>分別</u> 保存於香港不	同地方,詳情載列於續頁 B。
				Records that the fund will be researchely kept in different places (請用續頁 B 述明有關詳情 Plea	in Hong Kong, details are prov	ided in Continuation Sheet B.
		(h)		有關申請人明白,在本申請中作品	出在要項上屬虛假,具誤導性或	具欺騙性的陳述,即屬犯罪。
				The Applicant understands that it false, misleading or deceptive in a		nent in this application that is
	2	• • • •		包括下列續頁 This Application		
	-	賃 [•	continuation Sheet(s)	Α	В
	L	只 5	EX I	uniber of pages		
5	簽署	F Si	gned	:		
			ame			
			apaci		日期 Date:	
	(如	適用	ifap	pplicable) 建議普通合夥人 Proposed General Parts	_	DD / 月MM / 年YYYY

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續頁 A Continuation Sheet A

② 建議投資經理詳情(第 8 項) Details of Proposed Investment Manager (Section 8)

A. 建議投資經理 (年滿 18 歲的香港居民) Proposed Investment Manager (Hong Kong Resident who is at least 18 years old) 全名 Full Name 中文姓名 Name in Chinese 英文姓氏 Surname in English 英文名字 Other Names in English 香港身分證號碼 Hong Kong Identity Card Number B. 建議投資經理(公司/註冊非香港公司) Proposed Investment Manager (Company / Registered Non-Hong Kong Company) 建議投資經理是— Proposed Investment Manager is-請在適用的空格內加上 ✓ 號 Please tick the relevant box 公司 註冊非香港公司 a company a registered non-Hong Kong company 全名 Full Name 中文 Chinese 英文 English 商業登記號碼 **Business Registration Number**

續頁 B Continuation Sheet B

24	11	整明及陳並(第 11(g)項) Declaration and Statement (Section 11(g)) (此續頁只供當有關基金根據該條例第 29 條保存的紀錄會 分別 保存於不同地方時使用 This Continuation Sheet is used only when the records that the fund will be required to keep under section 29 of the Ordinance will be <u>separately</u> kept in different places)			
		有關基金根據該條例第 29 條保存的紀錄會保存於下述香港的地點— The records that the fund will be required to keep under section 29 of the Ordinance will be in the following place in Hong Kong—			
		A. 有關紀錄 Record(s) Involved			
		請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)			
		客戶文件、紀錄及檔案 Documents, Records and Files of Customers 文易文件及紀錄 Documents and Records of Transactions			
		每名合夥人的控權人 Controller of Each Partner			
		B. 保存紀錄地點 Place for Keeping Records			
		有關紀錄會保存於本申請表第 3 項提述的產騰註冊辦事處。 The record(s) involved will be kept in the proposed registered office referred to in section 3 of this application.			
		有關紀錄會保存於下述香港的地點— The record(s) involved will be kept in the following place in Hong Kong—			
		室/橡/座等 Flat/Floor/Block etc.			
		大廈 Building			
		街道/屋苑/地段/村等 Street/Estate/Lot/Village etc.			

香港/HONG KONG

E District

地區 Region

《有限合夥基金條例》(第 637 章) 第 82B 條規定交付的

將非香港基金註冊為有限合夥基金的申請書

填表須知 — 表格 LPF10

附註

리함

- 本表格是用以向公司註冊處處長(「處長」)申請將在香港以外地方以有限責任合夥形 式設立的基金根據(有限合夥基金條例)(第637章)(「該條例」)註冊為有限合夥基 金。
- 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。
- 3. 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,則該表格須視為未 曾按該條例規定交付處長。

費用

4. 本表格必須連同正確的註冊費用一併交付,否則公司註冊處不會接納。有關所需費用的詳情,請參閱《非香港基金註冊為有限合夥基金》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

- 5. 本表格必須由第1項提述的擬註冊為有限合夥基金的非香港基金的普通合夥人簽署, 而該合夥人亦即第7項指名為有限合夥基金的建議普通合夥人。公司註冊處不接納未 簽妥的表格。
 - (a) 如該普通合夥人是自然人,本表格必須由該人簽署。
 - (b) 如該普通合夥人是根據《公司條例》(第622章)或《舊有公司條例》成立為法團的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (c) 如該普通合夥人是註冊非香港公司,本表格必須由該公司的一名董事、公司秘書、 經理或獲授權代表(《公司條例》第774(1)條所界定者)簽署,並填上簽署人的全 名及身分。
 - (d) 如該建議普通合夥人屬經遷冊公司的私人股份有限公司,本表格必須由該公司的 一名董事或公司秘書簽署,並填上簽署人的全名及身分。
 - (e)如該普通合夥人是根據《有限責任合夥條例》(第37章)註冊的有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (f) 如該普通合夥人是另一有限合夥基金,本表格必須由該另一基金的普通合夥人或 (如適用)該另一基金的獲授權代表簽署,並填上簽署人的全名及身分。
 - (g) 如該普通合夥人是具有法人資格的非香港有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。
 - (h) 如該普通合夥人是不具有法人資格的非香港有限責任合夥,本表格必須由該有限責任合夥的普通合夥人簽署,並填上簽署人的全名及身分。

非香港基金在申請日期的資料(第1項)

- 6. 請填報擬註冊為有限合夥基金的非香港基金在申請日期的名稱。
- 就非香港基金而言,「設立地」是指該基金於申請日期在香港以外任何司法管轄區設立的該管轄區。
- 8. (a) 請填報非香港基金現時持有的有效商業登記證上號碼的首 8 位數字,「-」後的數字無須填寫。
 - (b) 如在緊接非香港基金獲註冊為有限合夥基金前,有關原合夥並無持有有效商業登記證,請在此欄填上「無」。

有限合夥基金的建議名稱 (第2項)

9. 建議名稱須為一個英文名稱、一個中文名稱,或一個包含英文名稱及中文名稱的名稱。基金的英文名稱的最後三個字須為"Limited Partnership Fund"或最後一個字須為"LPF"。而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的名稱的規定及限制,請參閱該條例第8及第9條。

有限合夥基金的建議註冊辦事處地址 (第3項)

10. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址及 郵政信箱號碼。建議地址自基金獲註冊起,須視作基金的註冊辦事處地址,直至有根 據該條例第25條,就該地址的更改通知(表格 LPF4A)送交處長存檔為止。

有限合夥基金的聯絡資料(第6項)

11. 請提供基金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 LPF4A 通知公司註冊處。

建議普通合夥人 (第7項)

- 12. 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人,普通合夥人必 須是一
 - (a) 年滿 18 歳的自然人;
 - (b) 根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司;
 - (c) 註冊非香港公司;
 - (d) 屬經遷冊公司的私人股份有限公司;
 - (e) 根據《有限責任合夥條例》註冊的有限責任合夥;
 - (f) 有限合夥基金;
 - (g) 具有法人資格的非香港有限責任合夥;或
 - (h) 不具有法人資格的非香港有限責任合夥。
- 13. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。
- 14. 請填報屬非自然人的普通合夥人的地址。
 - (a) 如建議普通合夥人是根據《公司條例》或《舊有公司條例》成立為法團的私人股份有限公司,請填報其註冊辦事處地址。
 - (b) 如建議普通合夥人是註冊非香港公司,請填報其在香港的主要營業地點地址。
 - (c) 如建議普通合夥人屬經遷冊公司的私人股份有限公司,請填報其註冊辦事處地 址。
 - (d)如建議普通合夥人是根據《有限責任合夥條例》註冊的有限責任合夥,請填報其主要營業地點地址。
 - (e) 如建議普通合夥人是另一有限合夥基金,請填報其註冊辦事處地址。

- (f) 如建議普通合夥人是具有法人資格的非香港有限責任合夥,請填報其主要營業地 點批計。
- (g) 如建議普通合夥人是不具有法人資格的非香港有限責任合夥,請填報其主要營業 地點地址。
- 15. 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。
- 16. 如建議普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話,請在此欄填上「無」。
- 17. (a) 如有限合夥基金的建議普通合夥人是另一有限合夥基金,或是不具有法人資格的非香港有限責任合夥,該普通合夥人須委任一名人士為基金的獲授權代表,以負責該基金的管理及控制。該獲授權代表必須是一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議獲授權代表自基金獲註冊起,須視為該基金的獲授權代表,直至有根據該條例第23(6)條,就該獲授權代表的更改通知(表格 LPF4C)送交處長存檔為止。
- 18. 請填報建議獲授權代表的地址。
 - (a) 如建議獲授權代表是香港居民,請填報其通訊地址,該地址不得為郵政信箱號碼。
 - (b) 如建議獲授權代表是公司,請填報其註冊辦事處地址。
 - (c) 如建議獲授權代表是註冊非香港公司,請填報其在香港的主要營業地點地址。
- 19. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
 - (a) 如建議獲授權代表是公司,必須由該公司的一名董事或公司秘書簽署同意擔任獲 授權代表,並填上簽署人的全名及身分。
 - (b) 如建議獲授權代表是註冊非香港公司,必須由該公司的一名董事、公司秘書、經 理或獲授權代表(《公司條例》第774(1)條所界定者)簽署同意擔任獲授權代表, 並填上簽署人的全名及身分。

建議投資經理 (第8項)

- (a) 基金的普通合夥人須委任最少一名投資經理,以執行基金的日常投資管理職能。 該名投資經理必須是一
 - (i) 年滿 18 歲的香港居民;
 - (ii) 公司;或
 - (iii) 註冊非香港公司。
 - (b) 建議投資經理自該基金獲註冊起,須視為獲委任為該基金的投資經理,直至有根據該條例第25條,就該投資經理的更改通知(表格 LPF4C)送交處長存檔為止。
 - (c) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件,亦可以同時擔任投資經理。

建議負責人 (第9項)

- 21. (a) 基金的普通合夥人須委任一名負責人,以執行《打擊洗錢及恐怖分子資金籌集條例》(第615章) 附表2所列的措施。該名負責人必須是—
 - (i) 認可機構;
 - (ii) 持牌法團;
 - (iii) 會計專業人士;或
 - (iv) 法律專業人士。

認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》附表 1 第 2 部第 1 條所給予的涵義。

- (b) 建議負責人自該基金獲註冊起,須視為獲委任為該基金的負責人,直至有根據該條例第 25條,就該負責人的更改通知(表格 LPF4C)送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為負責人的其中一項條件,亦可以同時擔任負責人。
- 22. 請填報屬自然人的負責人的香港身分證號碼。如該人沒有香港身分證,請填報其所持有的任何護照的號碼及簽發國家/地區。

呈交人資料 (第 10 項)

23. 將非香港基金註冊為有限合夥基金的申請須由香港律師行或律師,代表建議普通合夥 人呈交。香港律師行(Hong Kong firm)及律師(solicitor)具有《法律執業者條例》(第 159章)第2(1)條所給予的涵義。

根據該條例第 29 條須保存的紀錄 (第 11(g)項)

- 24. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何 其他地方,保存以下紀錄—
 - (i) 基金的財務報表,而該報表是由根據該條例第 21 條委任的核數師審計的;
 - (ii) 合夥人紀錄冊;
 - (iii) 就基金的客户(包括基金的有限責任合夥人)而言—《打擊洗錢及恐怖分子資金籌集條例》附表 2 第 20(1)(b)條描述的文件、紀錄及檔案;
 - (iv) 基金進行的每項交易的文件及紀錄;及
 - (v) 基金的每名合夥人的控權人。
 - (b) 關於保存紀錄的規定,請參閱該條例第 28 及 29 條。
 - (c) 如紀錄的保存地點有任何更改,基金的普通合夥人須根據該條例第 31 條將有關 更改的通知(表格 LPF4A)送交處長存檔。

APPLICATION FOR REGISTRATION OF A NON-HONG KONG FUND AS A LIMITED PARTNERSHIP FUND

For the purposes of section 82B of Limited Partnership Fund Ordinance (Cap. 637)

Notes for Completion of Form LPF10

Introduction

- This form should be used for applying to the Registrar of Companies (the Registrar) for registration
 of a fund that is set up outside Hong Kong in the form of a limited partnership so as to become a
 limited partnership fund under the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance).
- 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. 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 is taken as not having been delivered to the Registrar as required by the Ordinance.

Fee

4. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Registration of a Non-Hong Kong Fund as a Limited Partnership Fund' for the 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

- 5. This form must be signed by the general partner in the non-Hong Kong fund referred to in section 1 of this form, who is named in section 7 as the proposed general partner of the limited partnership fund. A form which is not properly signed will be rejected by the Companies Registry.
 - (a) If the general partner is a natural person, this form must be signed by the person.
 - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the company with the full name and capacity of the signatory stated.
 - (d) If the proposed general partner is a private company limited by shares that is a re-domiciled company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (e) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (f) If the general partner is another limited partnership fund, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
 - (g) If the general partner is a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
 - (h) If the general partner is a non-Hong Kong limited partnership without a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

Particulars of the Non-Hong Kong Fund as at the Application Date (Section 1)

- Please provide the name(s) of the non-Hong Kong fund intended for registration as a limited partnership fund as at the application date.
- In relation to a non-Hong Kong fund, "place of establishment" means a jurisdiction outside Hong Kong in which the fund is established as at the application date.
- (a) Please provide the first 8 digits of the number of the valid business registration certificate the non-Hong Kong fund is holding. The numbers after [-] are not required.
 - (b) If, immediately before a non-Hong Kong fund is registered as a limited partnership fund, the original partnership does not hold a valid business registration certificate, please state "Nii" in the box provided.

Proposed Name of the Limited Partnership Fund (Section 2)

9. The proposed name must be an English name, a Chinese name, or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合夥基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

Proposed Address of the Registered Office of the Limited Partnership Fund (Section 3)

10. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

Contact Information of the Limited Partnership Fund (Section 6)

11. Please provide the email address and contact telephone number in Hong Kong of the fund 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 LPF4A.

Proposed General Partner (Section 7)

- 12. Please provide the particulars of the proposed general partner. A limited partnership fund must have one general partner. The general partner in the fund must be—
 - (a) a natural person who is at least 18 years old;
 - (b) a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance;
 - (c) a registered non-Hong Kong company;
 - (d) a private company limited by shares that is a re-domiciled company;
 - (e) a limited partnership registered under the Limited Partnerships Ordinance;
 - (f) a limited partnership fund;
 - (g) a non-Hong Kong limited partnership with a legal personality; or
 - (h) a non-Hong Kong limited partnership without a legal personality.
- 13. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.

- 14. Please provide the address of the proposed general partner (other than natural person).
 - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance or a former Companies Ordinance, please provide the address of its registered office.
 - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
 - (c) If the proposed general partner is a private company limited by shares that is a re-domiciled company, please provide the address of its registered office.
 - (d) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance, please provide the address of its principal place of business.
 - (e) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
 - (f) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
 - (g) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
- 15. 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.
- 16. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.
- 17. (a) If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be—
 - (i) a Hong Kong resident who is at least 18 years old;
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
- 18. Please provide the address of the proposed authorized representative of the limited partnership fund.
 - (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
 - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
 - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
- 19. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
 - (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
 - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.

Proposed Investment Manager (Section 8)

- 20. (a) The general partner in the fund must appoint at least a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be—
 - (i) a Hong Kong resident who is at least 18 years old:
 - (ii) a company; or
 - (iii) a registered non-Hong Kong company.
 - (b) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
 - (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

Proposed Responsible Person (Section 9)

- 21. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—
 - (i) an authorized institution;
 - (ii) a licensed corporation;
 - (iii) an accounting professional; or
 - (iv) a legal professional.

Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance.

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
- 22. Please provide the Hong Kong Identity Card number of the responsible person who is a natural person or, if the person does not have an identity card, the number and issuing country region of any passport held by the person.

Presentor's Information (Section 10)

23. The application for registration of a non-Hong Kong fund as a limited partnership fund must be submitted on behalf of the proposed general partner by a Hong Kong firm or a solicitor. Hong Kong firm (香港律師行) and solicitor (律師) have the meanings given by section 2(1) of the Legal Practitioners Ordinance (Cap. 159).

Records that are required to be kept under section 29 of the Ordinance (Section 11(g))

- 24. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
 - the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
 - (ii) a register of partners;

- (iii) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance;
- (iv) documents and records of each transaction carried out by the fund; and
- (v) the controller of each of the partners in the fund.
- (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
- (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance.