INSTRUMENT OF TRANSFER

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

{cNameEn}

{cNameCn}

{tNameEn} ({tNameCn}) (Transferor)

OF {tAddr}

in consideration of the Sum of Hongkong Dollar {tStockNum}

paid to us by (name in full) \_ {tNameEn1} ({tNameCn1})

(occupation) \_\_\_\_MERCHANT\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

of (full address) {tAddr1}

(hereinafter called”the said Transferee”) do hereby transfer to the said Transferee the {tStockNum1}

SUBSCRIBER SHARES share numbered\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

standing in our name in the Register of

{cNameEn}

{cNameCn}

to hold unto the said Transferee his Executors, Administrators or Assigns, Subjest to the several

conditions upon which we hold the same at the of execution hereof. And we the said Transferee do

hereby agree to take the said Shares subject to the same conditions.

*Witness* our hands the \_\_\_\_\_\_\_\_\_\_\_day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signed by the transferor in )

the present of : {tNameEn} ({tNameCn})

Witness signature:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Address: 2045, NANJIE GROUP, PIANCHENG VILLAGE, (Transferor) PIANCHENG TOWNSHIP, XIJI COUNTY, NINGXIA, CHINA

Signed by the transferee in

the present of : {tNameEn1} ({tNameCn1})

Witness signature:

Address: NO.4, RENWANG COMMUNITY, GUANGRAO SUB-DISTRICT, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

GUANGRAO COUNTY, SHANDONG, CHINA (Transferee)

SOLD NOTE

Name of Purchaser (Transferee): {tNameEn} ({tNameCn})

Address: {tAddr}

(occupation) \_MERCHANT\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name of Company in which the shares to be transferred:

{cNameEn}

{cNameCn}

Number of Shares : {stockT} SUBSCRIBER SHARES of HK$ {stockPer} each

Consideration: HK$ {tStockNum}

{tNameEn} ({tNameCn})

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Transferor)

Hong Kong, Dated:

BOUGHT NOTE

Name of Seller (Transferor): {tNameEn1} ({tNameCn1})

Address: {tAddr1}

(occupation) \_MERCHANT\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name of Company in which the shares to be transferred:

{cNameEn}

{cNameCn}

Number of Shares: {stockT} SUBSCRIBER SHARES of HK$ {stockPer} each

Consideration: HK$ {tStockNum1}

{tNameEn1} (tNameCn1)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Transferee)

Hong Kong, Dated:

**THE COMPANIES ORDINANCE (CHAPTER 622)**

**Private Company Limited by Shares**

**ARTICLES OF ASSOCIATION**

**OF**

{cNameEn}

{cNameCn}

**Company Name**

The name of the company is

{cNameEn}

{cNameCn}**”**

**Members’ Liabilities**

The liability of the members is limited.

**Liabilities or Contributions of Members**

The liability of the members is limited to any amount unpaid on the shares held by the members.

**Share Capital and Initial Shareholdings (on the company’s formation)**

The total number of shares that the company proposes to issue

The total amount of share capital to be subscribed by the company’s founder members

1. The amount to be paid up or to be regarded as paid up
2. The amount to remain unpaid or to be regarded as remaining unpaid

{stockT}

HKD{stockT}

HKD{stockT}

HKD0

Class of Shares

The total number of shares in this class that the company proposes to issue

The total amount of share capital in this class to be subscribed by the company’s founder members

1. The amount to be paid up or to be regarded as paid up
2. The amount to remain unpaid or to be regarded as remaining unpaid

Ordinary

{stockT}

HKD{stockT}

HKD{stockT}

HKD0

I/WE, the undersigned, wish to form a company and wish to adopt the articles of association as attached, and I/we respectively agree to subscribe for the amount of share capital of the Company and to take the number of shares in the Company set opposite my/our respective name(s).

|  |  |
| --- | --- |
| Name(s) of Founder Members | Number of Share(s) and  Total Amount of Share Capital |
| {tNameEn}  {tNameCn} | {stockT}  Ordinary shares  HKD {stockT} |
| Total: | {stockT}  Ordinary shares  HKD {stockT} |

|  |  |  |  |
| --- | --- | --- | --- |
| 表格 | ND2A |  | 公司編號Company Number |
| Form |  | 2486414 |

4 委任公司秘書／董事 (法人團體) Appointment of Company Secretary／Director (Body Corporate)

*(如委任超過一個法人團體為公司秘書／董事，請用續頁C填報Use Continuation Sheet C if more than 1 body corporate is appointed as company secretary／director)*

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

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | 身分 |  |  | 公司秘書 |  |  | 董事 |  |  | 候補董事 | 代替Alternate to |
|  | | Capacity |  |  | Company  Secretary |  |  | Director |  |  | Alternate  Director |  |

|  |  |
| --- | --- |
| 中文名稱  Name in Chinese | N/A |

|  |  |
| --- | --- |
| 英文名稱  Name in English | N/A |

|  |  |
| --- | --- |
| 地址  Address | N/A |
|  |
|  |
|  |
|  |
|  |
| 國家／地區 Country／Region | N/A |

|  |  |
| --- | --- |
| 電郵地址  Email Address | N/A |

|  |  |
| --- | --- |
| 公司編號Company Number  *(只適用於在香港註冊的法人團體 )* | N/A |
| *(Only applicable to body corporate registered in Hong Kong)* |  |

|  |  |  |  |
| --- | --- | --- | --- |
| 委任日期Date of Appointment | - | - | - |
|  | 日DD | 月MM | 年YYYY |

|  |  |  |  |
| --- | --- | --- | --- |
| 上述董事或候補董事在獲得這次委任時，是否已經是這公司的現任候補董事或董事?  Is this director or alternate director already an existing alternate director or director in this company at the time of this appointment ? |  |  | 是Yes |
|  |  |
|  |  | 否No |

|  |  |
| --- | --- |
| 提示  Advisory Note | 所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。  All directors of the company are advised to read ‘A Guide on Directors’ Duties’ published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide. |

|  |
| --- |
| 出任董事職位同意書Consent to Act as Director |

|  |  |  |
| --- | --- | --- |
| 本人謹代表上述公司確認，上述公司同意擔任公司的董事／候補董事\*。  I, acting on behalf of the above named company, confirm that the above company consents to act as director／alternate director\* of this company. | | |
| 簽署Signed : |  |  |
|  | 董事(法人團體)的董事／公司秘書／獲授權人士\*  Director／Company Secretary／Authorized Person of the Director (Body Corporate)\* |  |

|  |  |  |  |
| --- | --- | --- | --- |
| 本通知書包括下列續頁This Notice includes the following Continuation Sheet(s) | | | |
| 續頁Continuation Sheet(s) | A | B | C |
| 頁數Number of pages | 0 | 0 | 0 |

|  |
| --- |
| 5 確認(適用的話) Confirmation (If applicable) |
| 名列本通知書內的每一名獲委任為公司秘書的自然人通常居於香港。  Each natural person appointed as company secretary and named in this Notice ordinarily resides in Hong Kong. |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| 簽署Signed | : | 楊濤 YANG TAO | | 日期Date | : | 28/03/2017 |
|
| 姓名Name | : |
|  |  | 董事Director／~~公司秘書Company Secretary~~ \* | |  |  | 日DD / 月MM / 年YYYY |
| *\*請刪去不適用者 Delete whichever does not apply* | | |  | | | |
|  | | | 第三頁Page 3 | | | |
| 指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014) | | |  | | | |

|  |  |  |  |
| --- | --- | --- | --- |
| 公 司 註 冊 處 Companies Registry | 公司秘書及董事辭職通知書Notice of Resignation ofCompany Secretary and Director |  | |
|  | 表格 Form | ND4 |

|  |  |
| --- | --- |
|  | 公司編號Company Number |
| **註Note** | 2486414 |

1 公司名稱Company Name

|  |
| --- |
| YINMING TECHNOLOGY CO., LIMITED  銀明科技有限公司 |

1. 公司秘書／董事的辭職Resignation of Company Secretary／Director

|  |
| --- |
| A.現時在公司註冊處登記的詳情Particulars Currently Registered with the Companies Registry |

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

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | 身分 |  |  | 公司秘書 | *✓* |  | 董事 |  |  | 候補董事 | 代替Alternate to |
|  | Capacity |  |  | Company  Secretary |  |  | Director |  |  | Alternate  Director |  |

公司秘書／董事的詳情 (自然人) Particulars of Company Secretary／Director (Natural Person)

|  |  |
| --- | --- |
| 中文姓名  Name in Chinese | 馬銀明 |

|  |  |  |
| --- | --- | --- |
| 英文姓名  Name in English | 姓氏Surname | MA |
|  |  |
| 名字  Other Names | | YINMING |

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 身分證明  Identification | - | - |  | - | - | - | - | - | - | ( | - | ) |  | - |
|  | 香港身分證號碼  Hong Kong Identity Card Number | | | | | | | | | | | |  | 護照號碼  Passport Number |

或OR CHINA ID NO: 642223198103264715

|  |
| --- |
| 公司秘書／董事的詳情 (法人團體) Particulars of Company Secretary／Director (Body Corporate) |
| 中文及英文名稱Chinese and English Names |
| NIL |

|  |
| --- |
| B.辭職詳情Details of Resignation |

|  |  |  |  |
| --- | --- | --- | --- |
| 辭職日期  Date of Resignation | 28 | 03 | 2017 |
|  | 日DD | 月MM | 年YYYY |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 上述董事或候補董事在辭職日期後，是否仍然擔任這公司的候補董事或董事職位?  Will this director or alternate director continue to hold office as alternate director or director in this company after the date of resignation? |  |  |  | 是 Yes |
|  |  |  |  |
|  | *✓* |  | 否No |

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| 提交人資料Presentor’s Reference | | | | | | | 請勿填寫本欄For Official Use |
| 姓名Name: | | 楊濤 YANG TAO | | | | |  |
| 地址Address: | | ROOM 32,11/F,LEE KA INDUSTRIAL BUILDING,8 NG FONG STREET,SAN PO KONG,KOWLOON,HONG KONG | | | | |
| 電話Tel: | 30696980 | | | 傳真Fax: | 30696981 | |
| 電郵Email: | |  | | | | |
| 檔號Reference: | | |  | | | |
|  | | | | | |  | |
| 指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014) | | | | | | | |

|  |  |  |  |
| --- | --- | --- | --- |
| 表格 | ND4 |  | 公司編號Company Number |
| Form |  | 2486414 |

3 辭職通知Notice of Resignation

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

|  |  |  |
| --- | --- | --- |
|  |  | 按照上述公司的章程細則或本人與該公司訂立的協議的規定，本人須向該公司發出辭職通知；本人亦已按照該規定發出辭職通知。  I am required by the articles of the above-named Company or by an agreement with the Company to give notice of resignation to the Company and I have given notice of resignation in accordance with the requirement. |
|  |  |
|  |  |  |
|  |  | 按照上述公司的章程細則或本人與該公司訂立的協議的規定，本人須向該公司發出辭職通知。本人並未按照該規定發出通知，但已將辭職通知的印本送交該公司；或將該通知的電子版發送予該公司；或將該通知留在該公司的註冊辦事處。  I am required by the articles of the above-named Company or by an agreement with the Company to give notice of resignation to the Company. I have not given notice of resignation in accordance with the requirement but I have sent the notice of resignation to the Company in hard copy form or in electronic form, or have left it at the registered office of the Company. |
|  |  |
|  |  |  |
| *✓* |  | 按照上述公司的章程細則或本人與該公司訂立的任何協議，本人不須向該公司發出辭職通知。  I am not required by the articles of the above-named Company or by any agreement with the Company to give notice of resignation to the Company. |
|  |  |

|  |  |  |  |
| --- | --- | --- | --- |
| 簽署Signed : | 馬銀明 MA YINMING | 日期Date : | 28/03/2017 |
| 姓名Name : |
| 辭職的公司秘書／董事 \* |  | 日DD / 月MM / 年YYYY |
|  | Resigning Company Secretary／Director \* |  |  |

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

|  |  |
| --- | --- |
| 指明編號 1/2014 (2014年3月) Specification No. 1/2014 (March 2014) | 第二頁Page 2 |

致税務局：

　 商業登記證號碼： 67262083-000

公司名稱：YINMING TECHNOLOGY CO., LIMITED

銀明科技有限公司

僅此證明，“YINMING TECHNOLOGY CO., LIMITED

銀明科技有限公司”

未開始營業；並未有任何買賣合約；亦無持有任何物業、物業認購權或進行任何投資。

馬銀明

　　　　　　　　　　　　　　　　　　　　　　　　　　＿＿＿＿＿＿＿＿＿＿＿

　　　　　　　　　　　　　　　　　　　　　　　　　　　　　 董事