|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 公 司 註 冊 處 Companies Registry | | 法團成立表格(股份有限公司)Incorporation Form(Company Limited by Shares) |  | |
|  | 表格 Form | NNC1 |
|  | | | | |
| 註Note | | | | | |
| 1 建議採用的公司名稱Proposed Company Name | | | | |
| 建議採用的公司英文名稱Proposed English Company Name | | | |
| {cNameEn} | | | |
| 建議採用的公司中文名稱Proposed Chinese Company Name | | | |
| {cNameCn} | | | |

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 2 公司類別Type of Company | | | | | |
|  | *請在適用的空格內加上 ✓ 號 Please tick the relevant box* | | | | |
|  | | ✓ | 私人Private |  | 公眾Public |

|  |  |
| --- | --- |
| 3 公司在香港的註冊辦事處的建議地址 | |
| Proposed Address of the Company's Registered Office in Hong Kong |
| {cRAddr} |
| *(本處不接納「轉交」地址或郵政信箱號碼 ‘Care of ’ addresses or post office box numbers are not acceptable)* |

|  |  |
| --- | --- |
| 4 電郵地址Email Address | |
|  | NIL |

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 提交人資料Presentor’s Reference | | | | | | | 請勿填寫本欄For Official Use | |
| 姓名Name: | | | {sUName} | | | |
| 地址Address: | | | {sUAddr} | | | |
|
|
|
|
| 電話Tel: | | {sUPhone} | | | 傳真Fax: | {sUFax} |
| 電郵Email: | | | {sUEmail} | | | |
| 檔號Reference: | | | |  | | |
|  |  | | | | | | |  | |

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 表格 | NNC1 | | | | |  | | |
| Form |
| 5 公司組成時的股本及最初的股份持有情況 | | | | |  | | | |
| Share Capital and Initial Shareholdings on the Company’s Formation | | | | | | | | |
| 股份的類別 (如普通股／優先股等)  Class of Shares  (e.g. Ordinary／Preference etc.) | | 建議發行的  股份總數  Total Number of Shares Proposed to be Issued | 貨幣  Currency | 創辦成員認購的  股本總額  Total Amount of  Share Capital to be Subscribed by  Founder Members | | | 建議發行的股份的將要繳付或視為  已繳付的總款額  Total Amount to be Paid Up or to be Regarded as Paid Up on the Shares Proposed to be Issued | 建議發行的股份的尚未繳付或視為  尚未繳付的總款額  Total Amount to Remain Unpaid or to be Regarded as Unpaid on the Shares Proposed to be Issued |
| (a) | | | (b) | (a) – (b) |
| {cSType} | | {cSTotal} | {cSCurrency} | {cSCurrency}{cSTotal} | | | {cSCurrency}{cSTotal} | 0 |
|  | |  |  |  | | |  |  |
|  | |  |  |  | | |  |  |
| 總值Total | | {cSTotal} | {cSCurrency} | {cSCurrency}{cSTotal} | | | {cSCurrency}{cSTotal} | 0 |
|  | |  |  | | |  |  |

|  |  |
| --- | --- |
| 5A 股份所附帶的權利的詳情Particulars of Rights Attached to Shares | |
| *(只適用於發行超過一類股份的公司 Only applicable to company issuing more than 1 class of shares)* | |
| 股份的類別 (如普通股／  優先股等)  Class of Shares  (e.g. Ordinary／ Preference etc.) | 附帶的權利的詳情  (包括表決權；在分派股息時參與該項分派的權利；  在分派股本時參與該項分派的權利；該類別股份是否屬可贖回股份等)  Particulars of Rights Attached  (Including voting rights; rights to participate in a distribution as respects dividends;  rights to participate in a distribution as respects capital; whether the shares are redeemable etc.) |
|  |  |

第二頁Page 2

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

|  |  |  |
| --- | --- | --- |
| 表格 | NNC1 |  |
| Form |
| 6 創辦成員Founder Members | | |

*(如超過兩名創辦成員，請用續頁A填報 Use Continuation Sheet A if more than 2 founder members)*

|  |  |  |
| --- | --- | --- |
| 1 | 中文姓名／名稱  Name in Chinese | {fNameCn} |

|  |  |
| --- | --- |
| 英文姓名／名稱  Name in English | {fNameEn} |

|  |  |
| --- | --- |
| 地址 Address 國家/地區Country/Region | {fAddr} |
|  |
|  |
|  |
|  |
|  |  |
| 國家／地區 Country／Region | {fCountry} |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 認購的股本  Share Capital to be Subscribed | 股份的類別  (如普通股／優先股等)  Class of Shares  (e.g. Ordinary／Preference etc.) | 建議向該成員發行的股份數目  Shares Proposed to be Issued to the Member | | |
| 總數  Total Number | 貨幣  Currency | 總款額  Total Amount |
| {cSType} | {fStockNum} | {cSCurrency} | {cSCurrency}{fStockNum} |
|  |  |  |  |
|  |  |  |  |
| 總值Total | {fStockNum} | {cSCurrency} | {cSCurrency}{fStockNum} |
|  |  |  |  |

|  |  |  |
| --- | --- | --- |
| 2 | 中文姓名／名稱  Name in Chinese | {fNameCn1} |

|  |  |
| --- | --- |
| 英文姓名／名稱  Name in English | {fNameEn1} |

|  |  |
| --- | --- |
| 地址 Address 國家/地區Country/Region | {fAddr1} |
|  |
|  |
|  |
|  |
|  |  |
| 國家／地區 Country／Region | {fCountry1} |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 認購的股本  Share Capital to be Subscribed | 股份的類別  (如普通股／優先股等)  Class of Shares  (e.g. Ordinary／Preference etc.) | 建議向該成員發行的股份數目  Shares Proposed to be Issued to the Member | | |
| 總數  Total Number | 貨幣  Currency | 總款額  Total Amount |
| {cSType1} | {fStockNum1} | {cSCurrency1} | {fStockNumC1} |
|  |  |  |  |
|  |  |  |  |
| 總值Total | {fStockNum1} | {cSCurrency1} | {fStockNumC1} |
|  |  |  |  |

第三頁Page 3

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

|  |  |  |
| --- | --- | --- |
| 表格 | NNC1 |  |
| Form |
| 7 首任公司秘書First Company Secretary | | |

*(如超過一名公司秘書屬自然人或法人團體，請用續頁B填報 Use Continuation Sheet B if more than 1 company secretary is a natural person or a body corporate)*

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

|  |  |
| --- | --- |
| 中文姓名  Name in Chinese | NIL |

英文姓名Name in English

|  |  |
| --- | --- |
| 姓氏  Surname | NIL |
|  |  |
| 名字  Other Names | NIL |

|  |  |  |
| --- | --- | --- |
| 前用姓名  Previous Names | NIL | NIL |
|  | 中文Chinese | 英文English |
| 別名  Alias | NIL | NIL |
|  | 中文Chinese | 英文English |
| 香港通訊地址  Hong Kong  Correspondence  Address | NIL | |
|  | |
|  | |
|  | |
|  | |
|  | |
|  | |
| *(本處不接納郵政信箱號碼 Post office box numbers are not acceptable)* | |

|  |  |
| --- | --- |
| 電郵地址  Email Address | NIL |

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 身分證明Identification | | | | | | | | | | | |
| (a) 香港身分證號碼  Hong Kong Identity Card Number | NIL | NIL |  | NIL | NIL | NIL | NIL | NIL | NIL | | NIL |
|  |  | | | | | | | | | | |
| (b) 護照  Passport | NIL | | | | | NIL | | | | | |
|  | 簽發國家Issuing Country | | | | | 號碼Number | | | | | |
|  | | | | | | | | | | | |
| B. | 公司秘書(法人團體) Company Secretary (Body Corporate) | | | | | | | | | |

|  |  |
| --- | --- |
| 中文名稱 Name in Chinese | {sNameCn} |

|  |  |
| --- | --- |
| 英文名稱  Name in English | {sNameEn} |

|  |  |
| --- | --- |
| 香港地址  Hong Kong  Address | {sHKAddr} |
| *(本處不接納「轉交」地址或郵政信箱號碼 ‘Care of ’ addresses or post office box numbers are not acceptable)* |

|  |  |
| --- | --- |
| 電郵地址  Email Address | {cEmail} |

|  |  |
| --- | --- |
| 公司編號Company Number | {cNumber} |

第四頁Page 4

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

|  |  |  |
| --- | --- | --- |
| 表格 | NNC1 |  |
| Form |
| 8 首任董事First Directors | | |

|  |  |
| --- | --- |
| A. | 董事(自然人) Director (Natural Person) |

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

|  |  |
| --- | --- |
| 中文姓名  Name in Chinese | {chNameCn} |
|  | |

英文姓名Name in English

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 姓氏  Surname | {chSureName} | | | | | | | | | | | |
|  |  | | | | | | | | | | | |
| 名字  Other Names | {chOtherName} | | | | | | | | | | | |
|  | | | | | | | | | | | | |
| 前用姓名  Previous Names | NIL | | | NIL | | | | | | | | |
|  | 中文Chinese | | | 英文English | | | | | | | | |
| 別名  Alias | NIL | | | NIL | | | | | | | | |
|  | 中文Chinese | | | 英文English | | | | | | | | |
| 住址  Residential  Address | {chAddr} | | | | | | | | | | | |
|  |
|  |
|  |  | | | | | | | | | | | |
| 國家／地區 Country／Region | {chCountry} | | | | | | | | | | | |
|  | *(本處不接納「轉交」地址或郵政信箱號碼 ‘Care of ’ addresses or post office box numbers are not acceptable)* | | | | | | | | | | | |
|  | | | | | | | | | | | | |
| 電郵地址  Email Address | NIL | | | | | | | | | | | |
| 身分證明Identification CHINA ID: {chChinaId} | | | | | | | | | | | | |
| (a) 香港身分證號碼  Hong Kong Identity Card Number | | {idN1} | {idN2} | |  | {idN3} | {idN4} | {idN5} | {idN6} | {idN7} | {idN8} | ({idN9}) |
|  | |  | | | | | | | | | | |
| (b) 護照  Passport | | {psCountry} | | | | | | {psNumber} | | | | |
|  | | 簽發國家Issuing Country | | | | | | 號碼Number | | | | |

|  |
| --- |
| 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  *請在適用的空格內加上 ✓ 號 Please tick the relevant box* | | | | | |
| ✓ |  | 本人同意在公司成立為法團時擔任其董事，並確認本人已年滿18歲。  I consent to be a director of the company on its incorporation and confirm that I have attained the age of 18 years. | | | |
|  |  |
|  | | 簽署Signed | : | {fNameSigned} |  |
|  | | | | | |
|  |  | 出任董事職位同意書會於公司成立為法團的日期後15日內交付登記。  The Consent to Act as Director will be delivered for registration not later than 15 days after the date of incorporation of the company. | | | |
|  |  |

第五頁Page 5

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

|  |  |  |
| --- | --- | --- |
| 表格 | NNC1 |  |
| Form |

|  |  |
| --- | --- |
| 8 | 首任董事First Directors (續上頁cont’d) |

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

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

|  |  |
| --- | --- |
| 中文名稱  Name in Chinese | NIL |

|  |  |
| --- | --- |
| 英文名稱 Name in English | NIL |

|  |  |
| --- | --- |
| 地址  Address | NIL |
|  |  |
|  |  |
|  |  |
|  |  |
|  |  |
| 國家／地區 Country／Region | NIL |
|  | *(本處不接納「轉交」地址或郵政信箱號碼 ‘Care of ’ addresses or post office box numbers are not acceptable)* |

|  |  |
| --- | --- |
| 電郵地址 Email Address | NIL |

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

|  |
| --- |
| 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  *請在適用的空格內加上 ✓ 號 Please tick the relevant box* | | | | | |
|  |  | 本人獲上述法人團體授權確認上述法人團體同意在公司成立為法團時擔任其董事。  I, being authorized by the above body corporate, confirm that the body corporate consents to be a director of this company on its incorporation. | | | |
|  |  |
|  | | 簽署Signed | : |  |  |
|  | | | | 法人團體的董事／公司秘書／獲授權人士\*  Director／Company Secretary／Authorized Person of the Body Corporate\* |  |
|  | | | | | |
|  |  | 出任董事職位同意書會於公司成立為法團的日期後15日內交付登記。  The Consent to Act as Director will be delivered for registration not later than 15 days after the date of incorporation of the company. | | | |
|  |  |

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

第六頁Page 6

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014)

|  |  |  |
| --- | --- | --- |
| 表格 | NNC1 |  |
| Form |

|  |  |  |
| --- | --- | --- |
| 9 創辦成員陳述書Statement of Founder Member | | |
|  | | |
| 本人現核證I certify that： | | |
|  | | |
| (a) | 本人為公司的創辦成員或獲其授權人士(如創辦成員為法人團體)並獲其他創辦成員(如有的話)授權簽署本表格。  I am a founder member of this company or an authorized person of a founder member, which is a body corporate (if applicable) and am authorized by the other founder members (if any) to sign this incorporation form. |
| (b) | 名列本表格內的每一名屬自然人的公司秘書通常居於香港。  Each of the company secretaries named in this form who is a natural person ordinarily resides in Hong Kong. |
| (c) | 名列本表格內但未簽署「出任董事職位同意書」的每一名董事已同意在公司成立為法團時擔任其董事，每一名屬自然人的董事並且已年滿18歲。  Each of the directors named in this form who has not signed the 'Consent to Act as Director' has consented to be a director of this company on its incorporation and each director who is a natural person has attained the age of 18 years. |
| (d) | 所有創辦成員已為《公司條例》第67(1)(a) 條的目的而簽署公司的章程細則，並確認連同本表格交付的公司章程細則的文本的內容，與由所有創辦成員簽署的該等章程細則的內容相同。  The company’s articles have been signed by all founder members for the purposes of section 67(1)(a) of the Companies Ordinance. The contents of the copy of the company’s articles delivered together with this form are the same as those of the articles signed by all founder members. |
| (e) | 本表格所載的資料、陳述及詳情均屬準確，並與公司的章程細則內的資料、陳述及詳情相符。  The information, statements and particulars contained in this form are accurate and consistent with those contained in the company’s articles. |
| (f) | 公司已遵守《公司條例》中就有關公司註冊的所有規定。  All the requirements of the Companies Ordinance in respect of the registration of the company have been complied with. |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 本表格包括下列續頁This Form includes the following Continuation Sheet(s) | | | | |
| 續頁Continuation Sheet(s) | A | B | C | D |
| 頁數Number of pages | 0 | 0 | 0 | 0 |

|  |  |  |  |
| --- | --- | --- | --- |
| 簽署 Signed : | {fNameSigned} | 日期Date : | {fDateSigned} |
| 姓名 Name : |
|  | 創辦成員Founder Member |  | 日DD / 月MM / 年YYYY |

指明編號1/2014 (2014年3月) Specification No. 1/2014 (March 2014 第七頁Page 7



**致商業登記署通知書Notice to Business Registration Office (1)**

|  |
| --- |
| 以下收集的資料只用作商業登記用途。這等資料會傳送給稅務局局長處理。在商業登記申請獲批准後，這等資料會存放在商業登記冊上，供公眾查閱，但不會存放在公司註冊處的登記冊上。 |
| The following information is only collected for the purpose of Business Registration. The information will be transmitted to the Commissioner of Inland Revenue for processing. After the business registration application has been approved, the information will be kept under the Business Register, but not in the Companies Registry’s register, for public search. |

|  |
| --- |
| 如在此後任何時間有任何適用商業登記證(在《商業登記條例》(第310章)第6條中界定)就本公司發出，本人欲選擇該等商業登記證內所註明的屆滿日期均為自其內所註明的生效日期起計的3 年屆滿之日。  I elect that the expiry date to be endorsed on all applicable business registration certificates (as defined in section 6 of the Business Registration Ordinance (Cap. 310)) to be issued at any time hereafter in respect of this company shall be the date of the expiration of 3 years from the date of commencement endorsed thereon.  (2) 🞎 是Yes 🞎 否 No |

(1) 根據《商業登記條例》(第310章) 第5A(1) 及5D(2) 條的規定，提出成立法團的申請人須把本通知書和訂明的商業登記費及徵費連同相關的申請表格 (表格NNC1或NNC1G) 一併提交公司註冊處。

According to sections 5A(1) and 5D(2) of the Business Registration Ordinance (Cap. 310), an applicant for company incorporation must submit this notice and the prescribed business registration fee and levy together with the related application form (Form NNC1 or NNC1G) to the Companies Registry.

(2) 請在適用的空格內加上 ✓ 號。

Please tick the relevant box.

IRBR1(10/2013)