

《公司條例》(香港法例第 32 章)
第 333B 條規定提交的
非香港公司終止授權代表的登記

填表須知 — 表格 N2

附註

引言

1. 非香港公司的香港授權代表或公司應使用本表格通知公司註冊處處長有關終止香港授權代表的登記。本表格必須於發給公司或有關的授權代表(視乎情況而定)的通知書的日期後 1 個月內提交。
2. 請劃一以英文 或 中文申報各項所需資料。如以中文申報，請用繁體字。公司註冊處不接納手寫的表格。
3. 請提供提交人的資料。除非有特別事項需要公司註冊處注意，否則無需另加附函。

簽署

4. 本表格必須由一名董事、秘書、經理、授權代表或以本表格申報終止委任的前任授權代表簽署(視乎情況而定)，公司註冊處不接納未簽妥的表格，並會退回提交人。

公司名稱 (第 1 項)

5. 在本表格填報的公司名稱必須與公司註冊處發出的公司註冊證明書上的公司名稱相同。如公司根據《公司條例》第 337B 條採用另一名稱，請在第 1 項填報該獲批准的名稱。

終止授權代表的登記 (第 2 項)

6. 如終止通知書所用的語文 並非 英文或中文，則 只需 交付經核證的英文或中文譯本。核證方式應依循《公司(表格)規例》第 6 或 7 條的規定。

終止授權代表登記的生效日期 (第 2C 項)

7. 授權代表將會在本表格送交公司註冊處存檔的日期起計 21 日屆滿時，或由連同本表格提交的終止通知書副本所述的終止授權日期起 (以較後的日期為準)，不再擔任該職位。



Companies Registry
公司註冊處

Annual Return of a Non-Hong Kong Company

非香港公司周年申報表

(Companies Ordinance s. 334(1) – (4))
(《公司條例》第 334(1) – (4) 條)

Form N3
表格

Important Notes 重要事項

- Please read the accompanying notes before completing this form.
Please print in black ink.
- 填表前請參閱《填表須知》。
請用黑色墨水列印。

Company Number 公司編號

F

(Note 註 8)

1 Company Name 公司名稱

2 Date of this Return 本申報表日期

The Most Recent Anniversary of the Date of Registration under
Section 333 of the Companies Ordinance

根據《公司條例》第 333 條註冊為非香港公司的最近周年日期

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

3 Date of Registration under Section 333 of the Companies Ordinance

根據《公司條例》第 333 條註冊的日期

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

4 Place of Incorporation 成立為法團所在的地方

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

(a) Address of the Principal Place of Business in Hong Kong 在香港的主要營業地點的地址

(Care of addresses and post office box numbers are not acceptable 「轉交」地址及郵政信箱號碼恕不接受)

(Note 註 9)

(b) E-mail Address 電郵地址

(Note 註 3)

Presenter's Reference 提交人的資料

Name 姓名:

Address 地址:

Tel 電話:

Fax 傳真:

E-mail Address 電郵地址:

Reference 檔號:

Specification No. 2/2007 (Dec. 2007)
指明編號 2/2007 (2007 年 12 月)

For Official Use 請勿填寫本欄

6 Offices in Place of Incorporation 在成立為法團所在的地方的辦事處

- (a)
- Address of the Registered Office (or its equivalent) in Place of Incorporation**
-
- 在成立為法團所在的地方的註冊辦事處(或等同於註冊辦事處的地方)的地址

| | |
|--|------------|
| | Country 國家 |
|--|------------|

('Care of' addresses are not acceptable 「轉交」地址恕不接受)

- (b)
- Address of the Principal Place of Business (if any) in Place of Incorporation**
-
- 在成立為法團所在的地方的主要營業地點的地址(如有的話)

| | |
|--|------------|
| | Country 國家 |
|--|------------|

('Care of' addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 9)

- (c)
- E-mail Address**
- 電郵地址

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7 Mortgages and Charges 按揭及押記

Total amount outstanding as at the date of this return on all mortgages and charges which are required to be registered with the Registrar of Companies pursuant to section 91 of the Companies Ordinance
截至本申報表日期，所有須依據《公司條例》第 91 條向公司註冊處處長登記的按揭及押記的未償還總額

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(Note 註 10)

8 Authorized Representative in Hong Kong 居於香港的授權代表

- A. Individual Appointed as Authorized Representative**
- 以個人身份獲委任的授權代表
-
- (Use Continuation Sheet A if more than 2 authorized representatives 如有超過兩名授權代表，請用續頁 A 填報)

- 1
- Name in English**
-
- 英文姓名

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

- Name in Chinese**
-
- 中文姓名

| |
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| |
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- Hong Kong Address**
-
- 香港地址

| |
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| |
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('Care of' addresses and post office box numbers are not acceptable 「轉交」地址及郵政信箱號碼恕不接受)

(Note 註 11)

- E-mail Address**
-
- 電郵地址

| |
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(Note 註 12)

- Identification**
- 身份證明

- a
- Hong Kong Identity Card Number**
-
- 香港身份證號碼

| |
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- b
- Overseas Passport**
-
- 海外護照

| | |
|----------------------|-----------|
| | |
| Issuing Country 簽發國家 | Number 號碼 |

(Note 註 10) **8 Authorized Representative in Hong Kong 居於香港的授權代表** (cont'd 續上頁)

2 Name in English
英文姓名

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

Name in Chinese
中文姓名

Hong Kong Address
香港地址

(Care of addresses and post office box numbers are not acceptable 「轉交」地址及郵政信箱號碼恕不接受)

(Note 註 11) **E-mail Address**
電郵地址

(Note 註 12) **Identification 身份證明**

a Hong Kong Identity Card Number
香港身份證號碼

b Overseas Passport
海外護照

| | |
|----------------------|-----------|
| | |
| Issuing Country 簽發國家 | Number 號碼 |

B. Authorized Representative Other Than Individual 以非個人身份擔任授權代表

(Use Continuation Sheet A if more than 1 authorized representative 如有超過一名授權代表，請用續頁 A 填報)

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

Nature of the Firm or Corporation 商號或法團的性質

A firm of solicitors or a solicitor corporation
律師商號或法團

A firm or corporation of certified public accountants (practising)
執業會計師商號或法團

Name in English
英文名稱

Name in Chinese
中文名稱

(Note 註 13) **Hong Kong Address**
香港地址

(Care of addresses and post office box numbers are not acceptable 「轉交」地址及郵政信箱號碼恕不接受)

(Note 註 11) **E-mail Address**
電郵地址

9 Secretary 秘書

A. Individual Secretary 個人秘書

(Use Continuation Sheet B if more than 1 individual secretary 如有超過一名個人秘書，請用續頁 B 填報)

Name in English
英文姓名

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

Name in Chinese
中文姓名

| |
|--|
| |
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Previous Names
前用姓名

| |
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| |
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Alias
別名

| |
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Residential Address
住址

| | |
|---|--|
| | |
| Country 國家 | |
| ('Care of' addresses are not acceptable 「轉交」地址恕不接受) | |

(Note 註 14) E-mail Address
電郵地址

| |
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(Note 註 15) Identification 身份證明

a Hong Kong Identity Card Number
香港身份證號碼

| |
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b Overseas Passport
海外護照

| | |
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| | |
| Issuing Country 簽發國家 | Number 號碼 |

B. Corporate Secretary 法人團體秘書

(Use Continuation Sheet B if more than 1 corporate secretary 如有超過一名法人團體秘書，請用續頁 B 填報)

(Note 註 16) Name in English
英文名稱

| |
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(Note 註 16) Name in Chinese
中文名稱

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(Note 註 17) Address
地址

| | |
|---|--|
| | |
| Country 國家 | |
| ('Care of' addresses are not acceptable 「轉交」地址恕不接受) | |

(Note 註 14) E-mail Address
電郵地址

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

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10 Director 董事

A. Individual Director 個人董事

(Use Continuation Sheet C if more than 2 individual directors 如有超過兩名個人董事，請用續頁 C 填報)

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

(Note 註 18)

1

Capacity
身份

Director
董事

Alternate Director
候補董事

Alternate to 代替

Name in English
英文姓名

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

Surname 姓氏

Other Names 名字

Name in Chinese
中文姓名

| |
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Previous Names
前用姓名

| |
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Alias
別名

| |
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Residential Address
住址

| | |
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Country 國家

(Care of addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14)

E-mail Address
電郵地址

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(Note 註 15)

Identification 身份證明

a Hong Kong Identity Card Number
香港身份證號碼

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b Overseas Passport
海外護照

| | |
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Issuing Country 簽發國家

Number 號碼

10 Director 董事 (cont'd 續上頁)

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

(Note 註 18)

2 Capacity
身份

Director
董事

Alternate Director
候補董事

Alternate to 代替

| |
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| |
|--|

Name in English
英文姓名

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

Surname 姓氏

Other Names 名字

Name in Chinese
中文姓名

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

Previous Names
前用姓名

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

Alias
別名

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

Residential Address
住址

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

Country 國家

(*Care of addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14)

E-mail Address
電郵地址

| |
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(Note 註 15)

Identification 身份證明

a Hong Kong Identity Card Number
香港身份證號碼

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b Overseas Passport
海外護照

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Issuing Country 簽發國家

Number 號碼

10 Director 董事 (cont'd 續上頁)

B. Corporate Director 法人團體董事

(Use Continuation Sheet D if more than 1 corporate director 如有超過一名法人團體董事，請用續頁 D 填報)

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

(Note 註 18)

Capacity
身份

Director
董事

Alternate Director
候補董事

Alternate to 代替

Name in English
英文名稱

Name in Chinese
中文名稱

(Note 註 17)

Address
地址

Country 國家

(*Care of' addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14)

E-mail Address
電郵地址

Company Number 公司編號

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

11 Share Capital 股本 (As at the Date of this Return 截至本申報表日期)

(Only applicable to a company having a share capital 只適用於有股本公司)

Authorized Share Capital 法定股本

| | |
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| | |
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Currency 貨幣單位

Total Nominal Value 總面值

Issued Share Capital 已發行股本

| | |
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Currency 貨幣單位

Total Nominal Value 總面值

12 Accounts 帳目

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

(Note 註 19)

A. Accounts required under section 336 of the Companies Ordinance are submitted with this form

隨本表格提交《公司條例》第 336 條規定的帳目

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

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

(Note 註 20)

B. Accounts required under section 336 of the Companies Ordinance are not submitted with this form for the following reason: -

並無隨表提交《公司條例》第 336 條規定的帳目，原因如下：-

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

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

公司成立為法團所在的地方的法律或在其註冊成為公司的任何其他司法管轄區的法律，以及任何該等司法管轄區的證券交易所或類似的監管機構的規章，均沒有規定公司須發表帳目或交付帳目副本予任何人，讓公眾人士按應有權利在該人的辦事處查閱。

- The company has been incorporated for less than 18 months prior to the date of delivery of the return under section 334(1) of the Companies Ordinance and the accounts of the company that are required to be published have not been made up.

公司成立為法團的日期與根據《公司條例》第 334(1)條規定交付申報表的日期相距少於 18 個月，而公司須發表的帳目仍未擬備。

(Note 註 21)

13 'Non-statutory Guidelines on Directors' Duties' issued by the Companies Registry

公司註冊處發出的《有關董事責任的非法定指引》

All directors of the company in office at any time during the period covered by this return have, either before the commencement of the period or before their respective appointments, been supplied with a copy of the latest version of the 'Non-statutory Guidelines on Directors' Duties' published by the Companies Registry, for their information and reference.

所有在本申報表涵蓋期間內的任何時間在職的公司董事，均已在該段期間開始前或在他們各自獲委任前，獲發給公司註冊處所編製的《有關董事責任的非法定指引》的最新版本，以供參閱和備考。

This Return includes _____ Continuation Sheet(s) A, _____ Continuation Sheet(s) B, _____ Continuation Sheet(s) C and _____ Continuation Sheet(s) D.

本申報表包括 _____ 張續頁 A、_____ 張續頁 B、_____ 張續頁 C 及 _____ 張續頁 D。

Signed 簽署 :

Name 姓名 :

Director / Secretary / Manager /
Authorized Representative*
董事 / 秘書 / 經理 / 授權代表*

Date 日期 :

DD 日 / MM 月 / YYYY 年

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

Date of Return 本申報表日期

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DD日 MM月 YYYY年

Company Number 公司編號

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(Note 註 10) **Details of Authorized Representative in Hong Kong (Section 8)**
居於香港的授權代表詳情 (第 8 項)**A. Individual Appointed as Authorized Representative 以個人身份獲委任的授權代表**Name in English
英文姓名

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

Surname 姓氏

Other Names 名字

Name in Chinese
中文姓名

| |
|--|
| |
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Hong Kong Address
香港地址

| |
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| |
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(Care of addresses and post office box numbers are not acceptable 「轉交」地址及郵政信箱號碼恕不接受)(Note 註 11) E-mail Address
電郵地址

| |
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(Note 註 12) Identification 身份證明

a Hong Kong Identity Card Number
香港身份證號碼

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b Overseas Passport
海外護照

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|--|--|
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Issuing Country 簽發國家

Number 號碼

B. Authorized Representative Other Than Individual 以非個人身份擔任授權代表*Please tick the relevant box 請在適用的空格內加 ✓ 號*Nature of the Firm or Corporation
商號或法團的性質A firm of solicitors or
a solicitor corporation
律師商號或法團A firm or corporation of certified public
accountants (practising)
執業會計師商號或法團Name in English
英文名稱

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Name in Chinese
中文名稱

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(Note 註 13) Hong Kong Address
香港地址

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(Care of addresses and post office box numbers are not acceptable 「轉交」地址及郵政信箱號碼恕不接受)(Note 註 11) E-mail Address
電郵地址

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Date of Return 本申報表日期

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

DD日 MM月 YYYY年

Company Number 公司編號

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|---|
| F |
|---|

Details of Secretary (Section 9) 秘書詳情 (第 9 項)

A. Individual Secretary 個人秘書

Name in English
英文姓名

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| | |
|--|--|

Surname 姓氏

Other Names 名字

Name in Chinese
中文姓名

| |
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| |
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Previous Names
前用姓名

| |
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Alias
別名

| |
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Residential
Address
住址

| | |
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Country 國家

(Care of addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14)

E-mail Address
電郵地址

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(Note 註 15)

Identification 身份證明

a Hong Kong Identity Card Number
香港身份證號碼

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b Overseas Passport
海外護照

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|--|--|

Issuing Country 簽發國家

Number 號碼

B. Corporate Secretary 法人團體秘書

(Note 註 16)

Name in English
英文名稱

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| |
|--|

(Note 註 16)

Name in Chinese
中文名稱

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(Note 註 17)

Address
地址

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

Country 國家

(Care of addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14)

E-mail Address
電郵地址

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

Company Number 公司編號

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

| |
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| |
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Date of Return 本申報表日期

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|--|--|--|
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DD日 MM月 YYYY年

Company Number 公司編號

| |
|----------|
| F |
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Details of Individual Director (Section 10A) 個人董事詳情 (第 10A 項)

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

(Note 註 18)

Capacity
身份

Director
董事

Alternate Director
候補董事

Alternate to 代替

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

Name in English
英文姓名

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

Surname 姓氏

Other Names 名字

Name in Chinese
中文姓名

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

Previous Names
前用姓名

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

Alias
別名

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

Residential Address
住址

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

Country 國家

(*Care of* addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14)

E-mail Address
電郵地址

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

(Note 註 15)

Identification 身份證明

a Hong Kong Identity Card Number
香港身份證號碼

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

b Overseas Passport
海外護照

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

Issuing Country 簽發國家

Number 號碼

Date of Return 本申報表日期

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

DD 日 MM 月 YYYY 年

Company Number 公司編號

| |
|---|
| F |
|---|

Details of Corporate Director (Section 10B) 法人團體董事詳情 (第 10B 項)

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

(Note 註 18) 1 **Capacity** Director Alternate Director Alternate to 代替
 身份 董事 候補董事

Name in English
英文名稱

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

Name in Chinese
中文名稱

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

(Note 註 17) **Address**
地址

| | |
|--|------------|
| | Country 國家 |
|--|------------|

('Care of' addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14) **E-mail Address**
電郵地址

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

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

| |
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| |
|--|

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

(Note 註 18) 2 **Capacity** Director Alternate Director Alternate to 代替
 身份 董事 候補董事

Name in English
英文名稱

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

Name in Chinese
中文名稱

| |
|--|
| |
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(Note 註 17) **Address**
地址

| | |
|--|------------|
| | Country 國家 |
|--|------------|

('Care of' addresses are not acceptable 「轉交」地址恕不接受)

(Note 註 14) **E-mail Address**
電郵地址

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

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

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ANNUAL RETURN OF A NON-HONG KONG COMPANY

Required by Companies Ordinance (Cap. 32)

Sections 334(1) – (4)

Notes for Completion of Form N3

Introduction

1. Every non-Hong Kong company **must** make an Annual Return which should be filed with the Registrar of Companies once every year. The Return should reflect accurately the affairs of the company as at the Date of Return.
2. Please fill in all particulars and complete all items consistently in either English **OR** Chinese. In the case of Chinese, traditional Chinese characters should be used. Please note that handwritten forms will be rejected by the Companies Registry.
3. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.

Deadline for Delivery of this Form

4. This form must be submitted to the Companies Registry within 42 days after the most recent anniversary of the date of registration of a non-Hong Kong company. **Late submission is subject to a higher registration fee.** Please refer to the information pamphlet 'Price Guide to Main Services' for the correct fee payable.

Signature

5. This form must be signed by a director, secretary, manager or an authorized representative. A form which is not properly signed will be rejected by the Companies Registry. The registration fee payable will be calculated according to the resubmission date of the properly signed form.

Fee

6. This form must be submitted with the correct annual registration fee. A form which is not submitted with the correct fee will be rejected by the Companies Registry. The registration fee payable will be calculated according to the resubmission date of the form.
7. If the form is delivered by post, please send a crossed cheque in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

Company Name (Section 1)

8. The company name should be identical to the name which appears in the Certificate of Registration issued by the Companies Registry. If another name has been adopted under section 337B of the Companies Ordinance, please state the approved name in Section 1.

Principal Place of Business in Hong Kong and Offices in Place of Incorporation (Sections 5 and 6)

9. Please supply the e-mail address of the company, on a voluntary basis, to facilitate electronic communication. If there are any subsequent changes in the e-mail addresses, it would be appreciated if you would notify the Companies Registry by completing Form N9.

Authorized Representative in Hong Kong (Section 8)

10. A non-Hong Kong company registered in Hong Kong must authorize at least one person resident in Hong Kong to accept service of process and notices on behalf of the company. An authorized representative may be a natural person, a firm of solicitors, a solicitor corporation, a firm of certified public accountants (practising) or a corporate practice within the meaning of section 2 of the Professional Accountants Ordinance (Cap. 50) but may not be any other form of body corporate or firm.
11. Please supply the e-mail address of the authorized representative, on a voluntary basis, to facilitate electronic communication. If there are any subsequent changes in the e-mail addresses, it would be appreciated if you would notify the Companies Registry by completing Form N8.
12. The Hong Kong Identity Card number, or in the absence of which, the number and issuing country of the passport of an individual authorized representative should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'NIL' in the boxes provided.
13. If the authorized representative is a firm of solicitors, a solicitor corporation, or a firm or corporation of certified public accountants (practising), its business address in Hong Kong should be given.

Secretary and Director (Sections 9 and 10)

14. Please supply the e-mail address of the secretary or director, on a voluntary basis, to facilitate electronic communication. If there are any subsequent changes in the e-mail addresses, it would be appreciated if you would notify the Companies Registry by completing Form N7.
15. The Hong Kong Identity Card number, or in the absence of which, the number and issuing country of the passport of an individual secretary or director should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'NIL' in the boxes provided.
16. If the secretary is a firm, please state the name of the firm in the box for name of corporate secretary.
17. If the secretary or director is a body corporate, the address of its registered or principal office should be given.
18. Please state the capacity(ies) of the director(s). In the case of an alternate director, please state the name(s) of the principal director(s) to whom he or she or it is the alternate.

Accounts (Section 12)

19. If the accounts being submitted are **not** the originals, they must be certified in accordance with Paragraphs 3 or 7 (as appropriate) of the Companies (Forms) Regulations. If the accounts are **not** in English or Chinese, you need **only** submit a translation in either of these languages certified in accordance with Paragraphs 6 or 7 (as appropriate) of the Companies (Forms) Regulations.
20. If the company can fulfil **either** of the two conditions listed in Section 12B of this form, no accounts are required to be submitted.

'Non-statutory Guidelines on Directors' Duties' issued by the Companies Registry (Section 13)

21. The Companies Registry has issued 'Non-statutory Guidelines on Directors' Duties' (the Guidelines) outlining the general principles which a director should observe in the performance of his functions and exercise of his powers in January 2004. All directors should read the Guidelines. Companies should give a copy of the Guidelines to their directors, including new directors, for information and reference. The latest version of the Guidelines is available for downloading from the Companies Registry's website (www.cr.gov.hk) or at the information counters of the Companies Registry on the 13th and 14th floors of the Queensway Government Offices, 66 Queensway, Hong Kong.

《公司條例》(香港法例第 32 章)

第 334(1) - (4) 條規定提交的

非香港公司周年申報表

填表須知 — 表格 N3

附註

引言

1. 每間非香港公司 **必須** 每年向公司註冊處處長提交一份周年申報表。申報表應準確反映公司於申報表日期的狀況。
2. 請劃一以英文 **或** 中文申報各項所需資料。如以中文申報，請用繁體字。公司註冊處不接納手寫的表格。
3. 請提供提交人的資料。除非有特別事項需要公司註冊處注意，否則無需另加附函。

提交表格的期限

4. 本表格必須於公司註冊為非香港公司的最近周年日期後 **42 日** 內送交公司註冊處。**遲交者須繳付較高的註冊費用**。有關所需繳付費用的詳情，請參閱《主要服務收費表》資料小冊子。

簽署

5. 本表格必須由一名董事、秘書、經理或授權代表簽署，公司註冊處不接納未簽妥的表格，並會退回提交人。公司註冊處將依據公司重新提交已簽妥的表格的日期，計算所需繳付的註冊費用。

費用

6. 本表格必須連同正確的每年註冊費用一併提交，否則公司註冊處不會接納，並會退回提交人。公司註冊處將依據公司重新提交表格的日期，計算所需繳付的註冊費用。
7. 如以郵寄方式提交表格，請連同一張港幣劃線支票繳付所需費用。支票抬頭請註明「公司註冊處」。請勿郵寄現金。

公司名稱 (第 1 項)

8. 在本表格填報的公司名稱必須與公司註冊處發出的公司註冊證明書上的公司名稱相同。如公司根據《公司條例》第 337B 條採用另一名稱，請在第 1 項填報該獲批准的名稱。

在香港的主要營業地點及在成立為法團所在的地方的辦事處 (第 5 及 6 項)

9. 請提供公司的電郵地址以方便聯絡(屬自願提供的資料)。如電郵地址其後有任何更改，請以表格 N9 通知公司註冊處。

居於香港的授權代表 (第 8 項)

10. 凡在香港註冊的非香港公司，均須授權至少一名居於香港的人士代表公司接受送達的法律程序文件及通知書。該名授權代表可以由個人、律師商號、律師法團、執業會計師商號或《專業會計師條例》(第 50 章) 第 2 條所指的執業法團擔任，但不可以由任何其他法人團體或商號擔任。
11. 請提供授權代表的電郵地址以方便聯絡(屬自願提供的資料)。如電郵地址其後有任何更改，請以表格 N8 通知公司註冊處。
12. 如授權代表屬個人，則必須申報其香港身份證號碼。如該人並非香港身份證持有人，請申報其所持護照的號碼及簽發國家。如該人既非香港身份證持有人，亦沒有任何國家的護照，則請在有關的空格內填「無」。
13. 如授權代表屬律師商號、律師法團、執業會計師商號或法團，請申報其在香港的營業地址。

秘書及董事 (第 9 及 10 項)

14. 請提供秘書或董事的電郵地址以方便聯絡(屬自願提供的資料)。如電郵地址其後有任何更改，請以表格 N7 通知公司註冊處。
15. 請申報個人秘書或董事的香港身份證號碼。如該人並非香港身份證持有人，請申報其所持護照的號碼及簽發國家。如該人既非香港身份證持有人，亦沒有任何國家的護照，則請在有關的空格內填「無」。
16. 如秘書為一商號，請在供法人團體秘書填報名稱的空格內申報商號名稱。
17. 如秘書或董事屬法人團體，請申報其註冊辦事處或主要辦事處的地址。
18. 請述明董事的身份。如屬候補董事，請註明獲代替行事的董事姓名或名稱。

帳目 (第 12 項)

19. 如交付的帳目並非正本，則有關帳目的核證副本必須連同本表格一併提交。核證方式應依循《公司(表格)規例》第 3 或 7 條的規定。如該等帳目所用的語文並非英文或中文，則只需交付經核證的英文或中文譯本。核證方式應依循《公司(表格)規例》第 6 或 7 條的規定。
20. 如公司能符合本表格第 12B 項所列兩項條件的任何一項，則無需提交帳目。

公司註冊處發出的《有關董事責任的非法定指引》 (第 13 項)

21. 公司註冊處已在 2004 年 1 月發出《有關董事責任的非法定指引》(該指引)，概述董事在執行職能和行使權力時應遵守的一般原則。所有董事都應閱讀該指引。公司應當把該指引發給董事(包括新董事)參考。該指引的最新版本可以從公司註冊處網站(www.cr.gov.hk) 下載，或在香港金鐘道 66 號金鐘道政府合署 13 和 14 樓公司註冊處的詢問處索取。



Companies Registry
公司註冊處

Annual Return of a Non-Hong Kong Company - Certificate of No Change

非香港公司周年申報表 - 資料並無改變的證明書

(Companies Ordinance s. 334(5))
(《公司條例》第 334(5) 條)

Form N4
表格

Important Notes 重要事項

- Please read the accompanying notes before completing this form.
Please print in black ink.
- 填表前請參閱《填表須知》。
請用黑色墨水列印。

Company Number 公司編號

F

(Note 註 9) **1 Company Name 公司名稱**

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

2 Date of this Return 本申報表日期

The Most Recent Anniversary of the Date of Registration under
Section 333 of the Companies Ordinance

根據《公司條例》第 333 條註冊為非香港公司的最近周年日期

| | | |
|--|--|--|
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DD 日

MM 月

YYYY 年

3 Certificate to be given on behalf of the Non-Hong Kong Company

代表非香港公司發出的證明書

In accordance with section 334(5) of the Companies Ordinance, I hereby certify that -
按照《公司條例》第 334(5) 條，本人謹此證明 -

(Note 註 10)

- (a) the Date of the last Annual Return (anniversary of the date of registration as a non-Hong Kong company) in full form (Form N3) as required by section 334(1) of the Companies Ordinance was
本公司根據《公司條例》第 334(1) 條交付的最近一份詳盡周年申報表(表格 N3) 的日期
(註冊為非香港公司的周年日期) 是

| | | |
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DD 日

MM 月

YYYY 年

and
及

- (b) as at the Date of this Return, there has been no change since the Date specified in paragraph (a) above in the information contained in Sections 4 to 11 inclusive in the last Annual Return filed by the company in full form.

自(a)段所指明的日期起，至本申報表的日期為止，公司提交存檔的最近一份詳盡周年申報表第 4 至 11 項所載的資料並無任何改變。

(Note 註 4) **Presenter's Reference 提交人的資料**

Name 姓名:

Address 地址:

Tel 電話:

Fax 傳真:

E-mail Address 電郵地址:

Reference 檔號:

Specification No. 2/2007 (Dec. 2007)
指明編號 2/2007 (2007 年 12 月)

For Official Use 請勿填寫本欄

4 Accounts 帳目

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

- (Note 註 11) **Accounts required under section 336 of the Companies Ordinance are submitted with this form**
隨本表格提交《公司條例》第 336 條規定的帳目

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

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

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

公司成立為法團所在的地方的法律或在其註冊成為公司的任何其他司法管轄區的法律，以及任何該等司法管轄區的證券交易所或類似的監管機構的規章，均沒有規定公司須發表帳目或交付帳目副本予任何人，讓公眾人士按應有權利在該人的辦事處查閱。

- (Note 註 12) 5 **'Non-statutory Guidelines on Directors' Duties' issued by the Companies Registry**
公司註冊處發出的《有關董事責任的非法定指引》

All directors of the company in office at any time during the period covered by this return have, either before the commencement of the period or before their respective appointments, been supplied with a copy of the latest version of the 'Non-statutory Guidelines on Directors' Duties' published by the Companies Registry, for their information and reference.

所有在本申報表涵蓋期間內的任何時間在職的公司董事，均已在該段期間開始前或在他們各自獲委任前，獲發給公司註冊處所編製的《有關董事責任的非法定指引》的最新版本，以供參閱和備考。

Signed 簽署：

Name 姓名： _____ Date 日期： _____
Director / Secretary / Manager /
Authorized Representative*
董事 / 秘書 / 經理 / 授權代表*

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

ANNUAL RETURN OF A NON-HONG KONG COMPANY – CERTIFICATE OF NO CHANGE

Required by Companies Ordinance (Cap. 32)

Section 334(5)

Notes for Completion of Form N4

Introduction

1. Every non-Hong Kong company **must** make an Annual Return which should be filed with the Registrar of Companies once every year. The Return should reflect accurately the affairs of the company as at the Date of Return.
2. If there has been **no change** in the information required to be contained in Sections 4 to 11 inclusive in the Annual Return **since the date of the last Annual Return submitted in full form** (i.e. Form N3), the company may use this form in lieu of Form N3.
3. Please fill in all particulars and complete all items consistently in either English **OR** Chinese. In the case of Chinese, traditional Chinese characters should be used. Please note that handwritten forms will be rejected by the Companies Registry.
4. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.

Deadline for delivery of this Form

5. This form must be submitted to the Companies Registry within 42 days after the most recent anniversary of the date of registration of a non-Hong Kong company. **Late submission is subject to a higher registration fee.** Please refer to the information pamphlet 'Price Guide to Main Services' for the correct fee payable.

Signature

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