



公 司 註 冊 處
COMPANIES REGISTRY

香港金鐘道六十六號
金鐘道政府合署十五樓

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29 September 2023

Companies Registry External Circular No. 2 / 2023

Revision of Specified Forms and Administrative Form for Implementation of Phase 2 of Unique Business Identifier

This circular announces the introduction of revised specified forms under various Ordinances administered by the Registrar of Companies (“the Registrar”) and the administrative form on rectification of information on the Companies Register upon the implementation of **Phase 2 of Unique Business Identifier** (“UBI”) on **27 December 2023**.

Background

2. In order to sustain Hong Kong’s leading position as an international financial centre, the Government has decided to adopt the Business Registration Number (“BRN”) as the UBI of different entities. The Companies Registry (“the Registry”) undertakes to implement UBI in two phases for entities under the administration of the Registrar. The first phase was implemented for Limited Partnership Funds with effect from 1 November 2021. The second phase will be implemented simultaneously with the launch of the Registry’s revamped Integrated Companies Registry Information System (“Revamped ICRIS”) on **27 December 2023** (“**the Implementation Date**”) to cover limited companies and various other entities.

3. To facilitate the implementation of Phase 2 of UBI, the Registrar has **revised 117 specified forms** relating to the following Ordinances **for use starting from the Implementation Date** :-

- Companies Ordinance (Cap. 622)
- Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32)

- Securities and Futures Ordinance (Cap. 571) and Securities and Futures (Open-ended Fund Companies) Rules (Cap. 571AQ)

The revised specified forms were published in the Gazette (G. N. 5643, G. N. 5679 and G. N. 5681) on 22 September 2023. The list of revised specified forms is set out at the **Annex**.

4. In addition to the specified forms, an administrative form, **Form AD - Rectification of Typographical or Clerical Error in Registered Document** for making application to rectify typographical or clerical error contained in a document already registered with the Registry under the Companies Ordinance has also been revised.

Revision of Forms

5. The major changes that are made to all these forms are the replacement of “Company Number”. Since Company Number (the “CRN”) will cease to be used as the identifier of companies/entities after the implementation of Phase 2 of UBI, relevant parts of the forms are revised to facilitate the reporting of BRN instead of CRN.

6. Apart from the said major changes, some other changes are also introduced to the forms, such as a new structured format for reporting addresses, revised format for reporting details of shareholders and addition of fields for reporting of Trust and Company Service Provider’s licence number for company secretary, etc..

7. Starting from **29 September 2023**, the revised specified forms and administrative form, Form AD, in MS Word format can be downloaded from the “Forms” section on the Registry’s website at www.cr.gov.hk/en/revisedform.htm.



8. A complete set of **specified forms** in CD-ROM and hard copies of individual revised forms will be available for purchase at the Registry’s office on the 14th floor of the Queensway Government Offices, 66 Queensway, Hong Kong with effect **from 27 November 2023**.

Transitional Arrangement

9. All the revised forms should be used with effect from the Implementation Date. However, as a transitional arrangement, the Registry will continue to accept existing forms specified under the Companies Ordinance (Cap. 622) and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) for a period of **six months from the Implementation Date, subject to the following exception :-**

Existing specified forms which will NOT be accepted after four weeks from the Implementation Date (i.e. from 25 January 2024 onwards)

- Form NNC1 - Incorporation Form (Company Limited by Shares)
- Form NNC1G - Incorporation Form (Company Not Limited by Shares)
- Form NNC5 - Application for Registration of Eligible Company
- Form NN1 - Application for Registration as Registered Non-Hong Kong Company

10. For those revised forms specified under **the Securities and Futures Ordinance (Cap. 571) and the Securities and Futures (Open-ended Fund Companies) Rules (Cap 571AQ)**, no transitional arrangement will be provided. **Existing forms will NOT be accepted immediately from the Implementation Date.**

11. Existing Form AD will continue to be accepted for six months from the Implementation Date to allow for depletion of existing stock kept by companies.

Enquiries

12. Enquiries concerning this circular can be directed to :-

Forms relating to:

- Incorporation and registration of companies and change of company name
- | | |
|----------------------------|-----------------|
| Miss Mandy SIU | (852) 2867 6477 |
| Assistant Registry Manager | crenq@cr.gov.hk |
| (New Companies)2 | |

Forms relating to:

- Annual Return, director, company secretary, authorized representative and share capital
Ms Kamela HAMET
Assistant Registry Manager
(Registration)³
(852) 2867 6476
crenq@cr.gov.hk
- Charges, liquidation, receiver and manager
Mr CHAN Ching-hang
Assistant Registry Manager
(Charges & Liquidation)
(852) 2867 2611
crenq@cr.gov.hk
- Deregistration of companies
Ms Vonnie TSANG
Assistant Registry Manager
(Deregistration)
(852) 2867 2631
crenq@cr.gov.hk

Miss Helen TANG
Registrar of Companies

經修訂的指明表格一覽表
List of Revised Specified Forms

A. 《公司條例》（第 622 章）下使用

For use under the Companies Ordinance (Cap. 622)

	表格編號 Form Number	表格名稱 Name of Form
1.	NA1	免任核數師通知書 Notice of Removal of Auditor
2.	NA2	核數師辭職通知書 Notification of Resignation of Auditor
3.	NAA1	公司章程細則修改通知書 Notice of Alteration of Company's Articles
4.	NAA2	公司宗旨修改通知書 Notice of Alteration of Company's Objects
5.	NAA3	原有公司對某些章程細則修改通知書 Notice of Alteration of Certain Articles by Existing Company
6.	NAA4	公司地位更改通知書 Notice of Change of Company Status
7.	NAC3	修改財務報表陳述書 Statement of Revision of Financial Statements
8.	NAC4	更改會計參照日通知書 Notice of Alteration of Accounting Reference Date
9.	NAMA1	獲批准的合併建議 Approved Amalgamation Proposal
10.	NAMA2	合併的公司的董事就償付能力陳述發出的證明書 Certificate on Solvency Statement by Directors of Amalgamating Company
11.	NAMA3	合併的公司的董事發出批准合併的證明書 Certificate of Approval of Amalgamation by Directors of Amalgamating Company
12.	NAMA4	委任合併後的公司的董事通知書 Notice of Appointment of Directors of Amalgamated Company
13.	NAMA5	合併後的公司的董事發出有關債權人申索的證明書 Certificate on Claims of Creditors by Directors of Amalgamated Company
14.	NAMA6	向原訟法庭申請要求介入合併建議的通知書 Notice of Application to Court to Intervene in Amalgamation Proposal

	表格編號 Form Number	表格名稱 Name of Form
15.	NAR1	周年申報表 Annual Return
16.	ND2A	更改公司秘書及董事通知書(委任／停任) Notice of Change of Company Secretary and Director (Appointment／Cessation)
17.	ND2B	更改公司秘書及董事詳情通知書 Notice of Change in Particulars of Company Secretary and Director
18.	ND4	公司秘書及董事辭職通知書 Notice of Resignation of Company Secretary and Director
19.	ND5	更改備任董事通知書(提名／停任) Notice of Change of Reserve Director (Nomination／Cessation)
20.	ND7	更改備任董事詳情通知書 Notice of Change in Particulars of Reserve Director
21.	ND8	備任董事辭職通知書 Notice of Resignation of Reserve Director
22.	NDB1	債權證或債權股證配發申報書 Return of Allotment of Debentures or Debenture Stock
23.	NDR1	私人公司或擔保有限公司撤銷註冊申請書 Application for Deregistration of Private Company or Company Limited by Guarantee
24.	NIN1	委任審查員通知書 Notice of Appointment of Inspector
25.	NIN2	審查員交付最終報告通知書 Notice of Delivery of Final Report by Inspector
26.	NIN3	審查員交付中期報告通知書 Notice of Delivery of Interim Report by Inspector
27.	NM1	押記詳情的陳述 Statement of Particulars of Charge
28.	NM2	償付／清償債項或解除押記等的通知書 Notification of Payment／Satisfaction of Debt, Release from Charge, etc.
29.	NM3	承按人行使財產管有權通知書 Notice of Mortgagee Entering into Possession of Property
30.	NM4	承按人不再管有財產通知書 Notice of Mortgagee Going out of Possession of Property
31.	NM5	委任接管人或經理人通知書 Notice of Appointment of Receiver or Manager
32.	NM6	停任接管人或經理人通知書 Notice of Cessation of Appointment of Receiver or Manager

	表格編號 Form Number	表格名稱 Name of Form
33.	NM7	更改接管人、經理人或管有財產的承按人的詳情通知書 Notice of Change in Particulars of Receiver, Manager or Mortgagee in Possession of Property
34.	NM8	押記詳情的陳述(屬一個債權證系列的組成部分的債權證) Statement of Particulars of Charge (For Debenture Forming Part of a Series)
35.	NM9	債權證系列的發行詳情的陳述 Statement of Particulars of Issue of Debentures of a Series
36.	NMEM1	擔保有限公司成員人數增加通知書 Notice of Increase in Number of Members of Company Limited by Guarantee
37.	NN1	註冊非香港公司的註冊申請書 Application for Registration as Registered Non-Hong Kong Company
38.	NN2	註冊非香港公司終止授權獲授權代表的通知 Notification of Termination of Authorization of Authorized Representative of Registered Non-Hong Kong Company
39.	NN3	註冊非香港公司周年申報表 Annual Return of Registered Non-Hong Kong Company
40.	NN5	註冊非香港公司更改憲章、法規或章程大綱等的申報表 Return of Change in the Charter, Statutes or Memorandum etc. of Registered Non-Hong Kong Company
41.	NN6	註冊非香港公司更改公司秘書及董事申報表(委任/停任) Return of Change of Company Secretary and Director of Registered Non-Hong Kong Company (Appointment/Cessation)
42.	NN7	註冊非香港公司更改公司秘書及董事詳情申報表 Return of Change in Particulars of Company Secretary and Director of Registered Non-Hong Kong Company
43.	NN8	註冊非香港公司更改獲授權代表申報表(委任/停任) Return of Change of Authorized Representative of Registered Non-Hong Kong Company (Appointment/Cessation)
44.	NN8C	註冊非香港公司更改獲授權代表詳情申報表 Return of Change in Particulars of Authorized Representative of Registered Non-Hong Kong Company
45.	NN9	註冊非香港公司更改地址申報表 Return of Change of Address of Registered Non-Hong Kong Company
46.	NN10	註冊非香港公司變更法團名稱申報表 Return of Alteration of Corporate Name of Registered Non-Hong Kong Company

	表格編號 Form Number	表格名稱 Name of Form
47.	NN11	註冊非香港公司開始清盤及清盤人／臨時清盤人的委任、停任或更改詳情通知書 Notice of Commencement of Liquidation and Appointment / Cessation and Change in Particulars of Liquidator / Provisional Liquidator of Registered Non-Hong Kong Company
48.	NN12	註冊非香港公司在香港經營業務時採用的經批准名稱申報表 Return of Approved Name for Carrying on Business in Hong Kong by Registered Non-Hong Kong Company
49.	NN13	註冊非香港公司不再在香港設有營業地點通知書 Notice of Cessation of Place of Business in Hong Kong of Registered Non-Hong Kong Company
50.	NN14	註冊非香港公司解散通知書 Notice of Dissolution of Registered Non-Hong Kong Company
51.	NN15	註冊非香港公司修改帳目陳述書 Statement of Revision of Accounts of Registered Non-Hong Kong Company
52.	NNC1	法團成立表格(股份有限公司) Incorporation Form (Company Limited by Shares)
53.	NNC1G	法團成立表格(股份有限公司以外的公司) Incorporation Form (Company Not Limited by Shares)
54.	NNC2	更改公司名稱通知書 Notice of Change of Company Name
55.	NNC3	出任首任董事職位同意書 Consent to Act as First Director
56.	NNC4	法院命令禁制公司使用名稱通知書 Notice of Court Order Restraining Company from Use of Name
57.	NNC5	合資格公司的註冊申請書 Application for Registration of Eligible Company
58.	NR1	註冊辦事處地址更改通知書 Notice of Change of Address of Registered Office
59.	NR2	登記冊及公司紀錄備存地點通知書 Notice of Location of Registers and Company Records
60.	NR3	有關債權證持有人登記支冊的通知書 Notice Relating to Branch Register of Debenture Holders
61.	NR4	有關成員登記支冊的通知書 Notice Relating to Branch Register of Members
62.	NRE1	向少數股東發出的通知－全面收購(要約人全面收購少數股東的股份的權利) Notice to Minority Shareholders – Takeover (Right of Offeror to Buy out Minority Shareholders)

	表格編號 Form Number	表格名稱 Name of Form
63.	NRE2	向少數股東發出的通知－全面收購(少數股東要求要約人全面收購股份的權利) Notice to Minority Shareholders – Takeover (Right of Minority Shareholders to be Bought out by Offeror)
64.	NRE3	向少數股東發出的通知－全面回購(回購公司全面回購少數股東的股份的權利) Notice to Minority Shareholders – General Offer for Share Buy-back (Right of Repurchasing Company to Buy out Minority Shareholders)
65.	NRE4	向少數股東發出的通知－全面回購(少數股東要求回購公司全面回購股份的權利) Notice to Minority Shareholders – General Offer for Share Buy-back (Right of Minority Shareholders to be Bought out by Repurchasing Company)
66.	NS1	申請新股份證明書 Application for New Share Certificate
67.	NS3	擬發出新股份證明書的公告 Notice of Intention to Issue New Share Certificate
68.	NS4	有關取消原有股份證明書及發出新股份證明書的公告 Notice of Cancellation of Original Share Certificate and Issue of New Certificate
69.	NSC1	股份配發申報書 Return of Allotment
70.	NSC2	贖回或回購股份申報表 Return of Share Redemption or Buy-back
71.	NSC3	向原訟法庭申請撤銷從資本中撥款作付款的特別決議通知書 Notice of Application to Court for Cancellation of Special Resolution for Payment out of Capital
72.	NSC6	支付獲批准的佣金通知書 Notice of Permitted Share Commission
73.	NSC9	向原訟法庭申請限制為購入股份而提供資助的通知書 Notice of Application to Court for Restraining the Giving of Financial Assistance for Acquisition of Shares
74.	NSC11	更改股本通知書 Notice of Alteration of Share Capital
75.	NSC13	股本幣值重訂通知書 Notice of Redenomination of Share Capital
76.	NSC14	股額再轉換為股份通知書 Notice of Reconversion of Stock into Shares
77.	NSC15	更改股份所附帶的權利通知書 Notice of Variation of Rights Attached to Shares

	表格編號 Form Number	表格名稱 Name of Form
78.	NSC16	更改某類別成員的權利通知書(無股本公司) Notice of Variation of Rights of a Class of Members (Company Without a Share Capital)
79.	NSC17	償付能力陳述書 Solvency Statement
80.	NSC18	向原訟法庭申請撤銷議決減少股本的特別決議通知書 Notice of Application to Court for Cancellation of Special Resolution for Reduction of Share Capital
81.	NSC19	股本減少申報表(藉著以償付能力陳述支持的特別決議) Return of Reduction of Share Capital (by Special Resolution Supported by Solvency Statement)
82.	NSC20	股本減少申報表(經原訟法庭確認) Return of Reduction of Share Capital (Confirmed by Court)
83.	NU1	重新註冊為股份有限公司申請書 Application for Re-registration as Company Limited by Shares

B. 《公司（清盤及雜項條文）條例》（第 32 章）下使用

For use under the Companies (Winding Up and Miscellaneous Provisions) Ordinance
(Cap. 32)

	表格編號 Form Number	表格名稱 Name of Form
1.	NRC1	向公司發出的委任接管人或經理人的通知書 Notice to Company of Appointment of Receiver or Manager
2.	NRC2	資產負債狀況說明書 Statement of Affairs
3.	NRC3	接管人或經理人的收支摘要 Receiver or Manager's Abstract of Receipts and Payments
4.	NW1	有償債能力證明書 Certificate of Solvency
5.	NW2	因無能力繼續業務而依循特別程序自動清盤的陳述書 Statement of Voluntary Winding Up under Special Procedure in Case of Inability to Continue Business
6.	NW3	委任清盤人或臨時清盤人通知書 Notice of Appointment of Liquidator or Provisional Liquidator
7.	NW4	更改清盤人或臨時清盤人詳情通知書 Notice of Change in Particulars of Liquidator or Provisional Liquidator
8.	NW5	清盤人或臨時清盤人停任通知書 Notice of Cessation to Act as Liquidator or Provisional Liquidator
9.	NW6	免除清盤人職務證明書 Certificate of Release of Liquidator
10.	OFCW3	開放式基金型公司－委任清盤人或臨時清盤人通知書 Open-ended Fund Company – Notice of Appointment of Liquidator or Provisional Liquidator
11.	OFCW6	開放式基金型公司－免除清盤人職務證明書 Open-ended Fund Company – Certificate of Release of Liquidator

C. 《證券及期貨條例》（第 571 章）下使用

For use under the Securities and Futures Ordinance (Cap. 571)

	表格編號 Form Number	表格名稱 Name of Form
1.	OFCNC1 (SFC)	開放式基金型公司－法團成立表格 Open-ended Fund Company – Incorporation Form
2.	OFCN1 (SFC)	開放式基金型公司－遷冊表格 Open-ended Fund Company – Re-domiciliation Form

D. 《證券及期貨（開放式基金型公司）規則》（第 571AQ 章）下使用

For use under Securities and Futures (Open-ended Fund Companies) Rules
(Cap. 571AQ)

	表格編號 Form Number	表格名稱 Name of Form
1.	OFCA1	開放式基金型公司－免任核數師通知書 Open-ended Fund Company – Notice of Removal of Auditor
2.	OFCA2	開放式基金型公司－核數師辭職通知書 Open-ended Fund Company – Notice of Resignation of Auditor
3.	OFCD1 (SFC)	開放式基金型公司－委任董事及非香港居民董事的法律程序文件代理人的通知書 Open-ended Fund Company – Notice of Appointment of Director and Process Agent of Non-resident Director
4.	OFCD2	開放式基金型公司－停任董事及非香港居民董事的法律程序文件代理人的通知書 Open-ended Fund Company – Notice of Cessation of Appointment of Director and Process Agent of Non-resident Director
5.	OFCD3	開放式基金型公司－更改董事詳情通知書 Open-ended Fund Company – Notice of Change in Particulars of Director
6.	OFCD4	開放式基金型公司－董事辭職通知書（由辭職董事交付） Open-ended Fund Company – Notice of Resignation of Director (by Resigning Director)
7.	OFCIN1	開放式基金型公司－法團成立文書修改通知書 Open-ended Fund Company – Notice of Alteration of Instrument of Incorporation

	表格編號 Form Number	表格名稱 Name of Form
8.	OFCNC2 (SFC)	開放式基金型公司－更改公司名稱通知書 Open-ended Fund Company – Notice of Change of Company Name
9.	OFCPA1	開放式基金型公司－更改非香港居民董事的法律程序文件代理人詳情通知書 Open-ended Fund Company – Notice of Change in Particulars of Process Agent of Non-resident Director
10.	OFCR1	開放式基金型公司－註冊辦事處地址更改通知書 Open-ended Fund Company – Notice of Change of Address of Registered Office
11.	OFCR2	開放式基金型公司－登記冊及紀錄備存地點通知書 Open-ended Fund Company – Notice of Location of Registers and Records
12.	OFCRC1	開放式基金型公司－委任接管人或經理人或承按人行使財產管有權通知書 Open-ended Fund Company – Notice of Appointment of Receiver or Manager or Mortgagee Entering into Possession of Property
13.	OFCRC2	開放式基金型公司－停任接管人或經理人或承按人不再管有財產通知書 Open-ended Fund Company – Notice of Cessation of Appointment of Receiver or Manager or Mortgagee Going out of Possession of Property
14.	OFCRC3	開放式基金型公司－更改接管人、經理人或管有財產的承按人的詳情通知書 Open-ended Fund Company – Notice of Change in Particulars of Receiver, Manager or Mortgagee in Possession of Property
15.	OFCRC4	開放式基金型公司－資產負債狀況說明書 Open-ended Fund Company – Statement of Affairs
16.	OFCRC5	開放式基金型公司－接管人或經理人的收支摘要 Open-ended Fund Company – Receiver or Manager’s Abstract of Receipts and Payments
17.	OFCRC6	向開放式基金型公司發出的委任接管人或經理人的通知書 Notice to Open-ended Fund Company of Appointment of Receiver or Manager
18.	OFCW1	開放式基金型公司－有償債能力證明書 Open-ended Fund Company – Certificate of Solvency

	表格編號 Form Number	表格名稱 Name of Form
19.	OFCW2	開放式基金型公司－因無能力繼續業務而依循特別程序自動清盤的陳述書 Open-ended Fund Company – Statement of Voluntary Winding Up under Special Procedure in Case of Inability to Continue Business
20.	OFCW3	開放式基金型公司－委任清盤人或臨時清盤人通知書 Open-ended Fund Company – Notice of Appointment of Liquidator or Provisional Liquidator
21.	OFCW4	開放式基金型公司－更改清盤人或臨時清盤人詳情通知書 Open-ended Fund Company – Notice of Change in Particulars of Liquidator or Provisional Liquidator
22.	OFCW5	開放式基金型公司－清盤人或臨時清盤人停任通知書 Open-ended Fund Company – Notice of Cessation to Act as Liquidator or Provisional Liquidator