

**NEW COMPANY ORDER FORM**  
***(Incorporation of a private company limited by shares in Hong Kong)***

**1. Proposed company name**

Please list up to three desired names for the company in the order of preference (from first choice to third choice). Note that a company name must end with the word “*Limited*”.

Preference #1

Proposed Name in English: \_\_\_\_\_

Proposed Name in Chinese: \_\_\_\_\_ *(optional)*

Preference #2

Proposed Name in English: \_\_\_\_\_

Proposed Name in Chinese: \_\_\_\_\_ *(optional)*

Preference #3

Proposed Name in English: \_\_\_\_\_

Proposed Name in Chinese: \_\_\_\_\_ *(optional)*

**2. New incorporation or shelf company**

Please choose one of the following two options for incorporating a new Hong Kong company (please ✓ in the appropriate box):-

☐ Incorporate a new company

An application will be made to the Companies Registry for the incorporation of a new company. The client(s) will act as founder member(s) and first director(s) of the new company.

*Notes:*

1. *The availability of the proposed company name can only be confirmed after the application for incorporation has been processed by the Companies Registry.*
2. *The standard Articles of Association based on the Model Articles prescribed by the Companies Ordinance (Cap. 622) will be used for the company incorporation.*
3. *After receipt of the signed forms from you, it generally takes 5 to 7 working days for the company incorporation to be processed and the Certificate of Incorporation to be issued, or 6 to 10 working days if apostille of the copies of the company registration documents is required.*

☐ Purchase a ready-made shelf company

An existing company (i.e. a ready-made shelf company) will be acquired and then the ownership will be transferred to the client together with a change of directorship.

Notes:

1. *A list of existing shelf companies can be provided upon request.*
2. *After receipt of the signed forms from you, it generally takes 3 working days for the company set up to be processed, or 6 to 10 working days if apostille of the copies of the company registration documents is required.*
3. *The Articles of Association adopted by the shelf company at its incorporation will be used.*

**3. Proposed business of the company**

(a) Type of business (please ✓ in the appropriate box):-

☐ Services      ☐ Supply of goods      ☐ Trade

☐ Others (please specify): \_\_\_\_\_

(b) Please specify the details of the business nature:-

\_\_\_\_\_

(c) Countries in which the business will be operating in:-

\_\_\_\_\_

(d) From/to which countries does the business purchase or sell products:-

\_\_\_\_\_

(e) To which countries does the business provide services to:-

\_\_\_\_\_

(f) The percentage of the company's transactions (if any) settled in cash: \_\_\_\_\_ %

**4. Issued capital and share capital structure of the Company**

Please inform us the initial issued capital (i.e. initial investment or capital contribution) of the company and the consideration paid for each share of the company:-

(a) Total amount of issued share capital: HK\$  
(please specify other currency if applicable) (minimum of HK\$1.00)

(b) Amount paid on each share: HK\$

(please specify other currency if applicable) (minimum of HK\$1.00)

Notes:

1. The liability of a member is limited to any amount unpaid on the shares held by the member.
2. Under the Companies Ordinance (Cap. 622) and as a result of migration to a system of mandatory no par, concepts such as par value, share premium, and requirement for authorized share capital are no longer applicable and are abolished.

## 5. **Shareholder(s)/Founding Member(s) of the Company**

Each company must have a minimum of one shareholder, which can be a corporate shareholder. Please provide the information of each of the shareholder(s) below.

1.	Name in English:			
	Name in Chinese:			
	HKID No. / Company No.:		Telephone:	
	Occupation:		E-mail:	
	Passport No.:		Nationality:	
	Residential address/			
	Registered Office Address:			
	No. of shares:			
2.	Name in English:			
	Name in Chinese:			
	HKID No. / Company No.:		Telephone:	
	Occupation:		E-mail:	
	Passport No.:		Nationality:	
	Residential address/			
	Registered Office Address:			
	No. of shares:			
3.	Name in English:			
	Name in Chinese:			
	HKID No. / Company No.:		Telephone:	
	Occupation:		E-mail:	
	Passport No.:		Nationality:	
	Residential address/			
	Registered Office Address:			
	No. of shares:			

Note:

1. For each shareholder, please complete one separate Client Due Diligence Form and provide details on his/her source of funds.
2. Please print and attach additional sheets if there is not enough space above.

## 6. **Beneficial owner of the company (if applicable)**

If the beneficial ownership of any of above shares is not held by the corresponding shareholder(s), please provide the details of the true beneficial owner of the said shares and provide documentary proof (e.g. Declaration of Trust)

Name in English:	_____		
Name in Chinese:	_____		
HKID No. / Company No.:	_____	Telephone:	_____
Occupation:	_____	E-mail:	_____
Passport No.:	_____	Nationality:	_____
Residential address/ Registered Office Address:	_____ _____		
No. of shares:	_____		

*Note: For each beneficial owner, please complete one separate Customer Due Diligence Form and provide details on his/her source of funds.*

We ☐ require / ☐ do not require the Corposec to prepare a Declaration of Trust and arrange for stamping in Hong Kong (please ✓ in the appropriate box):

Notes:

1. Adjudication can avoid subsequent disputes about the beneficial ownership of shares and penalties for late payment of stamp duty.
2. Neither the company nor any other person is permitted to act on or in general rely in court proceedings on any stampable instrument which is not duly stamped.

## 7. **Director(s) of the Company**

Each company must have a minimum of one director. Directors may be an individual director or a corporate director, but each company is required to have at least one natural person acting as a director. Please provide the information of each of the director(s) below.

1. Name in English:	_____		
Name in Chinese:	_____		
HKID No. / Company No.:	_____	Telephone:	_____
Occupation:	_____	E-mail:	_____
Passport No.:	_____	Nationality:	_____
Residential address/ Registered Office Address:	_____ _____		

Correspondence address:	<hr/>		
	<hr/>		
	<hr/>		
2. Name in English:	<hr/>		
Name in Chinese:	<hr/>		
HKID No. / Company No.:	<hr/>	Telephone:	<hr/>
Occupation:	<hr/>	E-mail:	<hr/>
Passport No.:	<hr/>	Nationality:	<hr/>
Residential address/	<hr/>		
Registered Office Address:	<hr/>		
Correspondence address:	<hr/>		
	<hr/>		
	<hr/>		
3. Name in English:	<hr/>		
Name in Chinese:	<hr/>		
HKID No. / Company No.:	<hr/>	Telephone:	<hr/>
Occupation:	<hr/>	E-mail:	<hr/>
Passport No.:	<hr/>	Nationality:	<hr/>
Residential address/	<hr/>		
Registered Office Address:	<hr/>		
Correspondence address:	<hr/>		
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**Note:**

1. For each director (if not one of the above shareholder(s)), please complete one separate Client Due Diligence Form and provide details on his/her source of funds.
2. Please print and attach additional sheets if there is not enough space below.
3. For the correspondence address of a director, please refer to our circular regarding the new Inspection Regime.

**8. Company Secretary and Designated Representative of the company**

Each company must have a local Company Secretary and a Designated Representative (to have custody over and maintain the Significant Controllers Register (SCR)).

Please choose one of the following two options (please ✓ in the appropriate box):-

- ☐ CORPOSEC shall act as Company Secretary and Designated Representative.
- ☐ CORPOSEC shall not act Company Secretary and Designated Representative. Details of the Company Secretary and Designated Representative is as follows:-

Full name: 

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HKID No. / Company No.:	_____	Telephone:	_____
Occupation:	_____	E-mail:	_____
Passport No.:	_____	Nationality:	_____
Residential address/	_____		
Registered Office Address:	_____		

**9. Registered Office address of the Company**

Each company must have a local registered office which must be a physical address and not a post office box.

Please choose one of the following two options for the registered office address of the company *(please ✓ in the appropriate box):-*

- ☐ CORPOSEC shall provide the registered office address which is at:  
Flat A, 8/F., Kingswell Commercial Tower, 171 Lockhart Road, Wan Chai, Hong Kong
- ☐ CORPOSEC shall not provide the registered office address. Instead, the following address shall be used as the registered office address of the company:-

\_\_\_\_\_

**10. Apostille service (Optional)**

Depending on your situation, you may require a set of apostilled incorporation documents after the incorporation of the company. If so, please choose one of the following two options *(please ✓ in the appropriate box):-*

- ☐ Option A: ONE Apostille set of copies of the company registration documents and declaration by the secretary with the Commissioner for Oaths.

Processing time: 6 working days

Price: US\$250.00 per set

- ☐ Option B: ONE Apostille set of copies of the company registration documents notarized by a Notary Public.

Processing time: 10 working days

Price: US\$500.00 for notarization of the 1<sup>st</sup> document, and US\$40 for each document thereafter *(the final price is subject to number of documents required and confirmation by notary public)*

**11. Company seal and company chop (Optional)**

Depending on your situation, you may require standard stationery such as a common seal or a company chop:-

The company ☐ shall adopt / ☐ shall not adopt (please ✓ in the appropriate box) a common seal for the execution of certain documents by the company.

We ☐ require / ☐ do not require (please ✓ in the appropriate box) to order the common seal and company chop for the company in Hong Kong.

*Note: The new Companies Ordinance (Cap. 622) simplifies the mode of execution of documents by companies and the keeping and use of a common seal is now optional.*

**12. Mailing of registration documents (Optional)**

After incorporation of the company, the relevant documents can be mailed back to you at the following address for safekeeping:-

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*Courier fees shall be payable depending on the destination of mailing.*

**13. Authorized representative**

We/I agree to appoint \_\_\_\_\_ (name) of \_\_\_\_\_ (address) as our authorized representative to communicate, deal with the company's matters, give instructions to and make payment to Corposec.

**14. Declaration**

I/we, the person(s)/client(s) whose name(s) appear below, request for company services from Corposec Group (which includes Merthyr Limited and Corposec Management Limited) ("**Corposec**"), hereby acknowledge, declare and agree:-

1. That the above information is true and accurate.
2. To be responsible for payment of all fees and disbursements due to Corposec with respect to the Company and will ensure timely payment of the same.
3. To provide the due diligence and KYC information required (identity card, passport, address proof etc.) of each director/shareholder/beneficial owner and other necessary information to comply with the requirements of the Anti-Money Laundering and Counter-Terrorist Financing (Financial Institutions) Ordinance ("**AMLO**") and Organized & Serious Crime Ordinance ("**OSCO**").

4. To advise Corposec immediately of any change in the beneficial owners, officers and directors of the Company and facilitate the provision of all due diligence information required by Corposec with respect to such persons and acknowledge that Corposec may withdraw the provision of its services if it is not satisfied with the information provided.
5. To inform Corposec immediately of any change in my/our address and other contact details, and that the information provided by me/us in this form is true and correct.
6. That Corposec may terminate services upon reasonable notice to me/us where there is a good reason to do so. Such reasons include, but are not limited to: (i) where it would be unlawful for Corposec to continue to act; or (ii) where there is a conflict of interest or where Corposec believes it is unethical or inappropriate for it to continue to act; or (iii) if I/we have not provided Corposec with the required information under AMLO; or (iv) if Corposec's invoices have not been settled.
7. That Corposec is not obliged to disclose to me/us the reason(s) for terminating the services and that there may be an obligation on Corposec under the OSCO not to disclose to me/us the reason for termination as it is a criminal offence to "tip off".
8. That I/we are not engaged in business activities that are designated by the FATF as high-risk activities and will comply with relevant AML/CFT requirements prescribed by the FATF and take appropriate actions as necessary.
9. I have read a copy of Corposec's Sanctions Policy Statement and confirm that I/we are not involved in any of the activities or Sanctioned Parties referred to therein.

Signed by:

\_\_\_\_\_ (signature)

Name:

Position:

Date: