



公司註冊處
Companies Registry

周年申報表 Annual Return

(《公司條例》第107(1)條)
(Companies Ordinance s. 107(1))

Specimen
(For company having a share capital)

表格
Form **AR1**

重要事項 Important Notes

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

Note: This form must be properly signed and submitted with the correct annual registration fee within 42 days after the date of return stated in section 4. Late submission is subject to payment of higher registration fee.

公司編號 Company Number

9999555

1 公司名稱 Company Name

年年有餘有限公司 GOODYEARLY LIMITED

The company number and company name must be the same as those stated in the company's Certificate of Incorporation or the last Certificate of Change of Name.

(註 Note 8)

2 商業名稱 Business Name

[Empty box for Business Name]

Note: Please submit a complete form (i.e. pages 1-8) including pages with inapplicable items except unused continuation sheets.

3 公司類別 Type of Company

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

- 有股本的私人公司 Private company having a share capital
- 其他 Others

4 本申報表日期 Date of this Return

本申報表列載公司截至右列日期為止的資料
The information in this return is made up to

20	09	2008
日 DD	月 MM	年 YYYY

(如屬有股本的私人公司，本申報表應列載截至公司成立為法團的周年日期的資料。如屬其他公司，所列載的資料則應截至公司周年大會日期或以代替周年大會的書面決議的日期為止。

For a private company having a share capital, the information in this return should be made up to the anniversary of the date of incorporation. For other companies, the information should be made up to the date of the annual general meeting (AGM) or the date of written resolution passed in lieu of AGM.)

Full address of the registered office in Hong Kong should be stated.

(註 Note 9)

5 註冊辦事處地址 Address of Registered Office

FLAT D, 20/F, GOODYEAR INDUSTRIAL CENTER, 689 CASTLE PEAK ROAD, LAI CHI KOK, KOWLOON, HONG KONG

(註 Note 10)

6 電郵地址 E-mail Address

htl@yycc.com

The e-mail address of the company is supplied on a voluntary basis to facilitate electronic communication.

(註 Note 3)

提交人的資料 Presentor's Reference

姓名 Name: Good Fortune Secretarial Limited

地址 Address: 26/F Happy Forever Centre
930 Texaco Road, Tsuen Wan
New Territories, Hong Kong

電話 Tel: 6226 5665 傳真 Fax: 6226 6789

電郵地址 E-mail Address: gfsld@ccyy.com

檔號 Reference: GF/gk/89888

指明編號 2/2008 (修訂) (2008年7月)
Specification No. 2/2008 (Revision) (July 2008)

請勿填寫本欄 For Official Use

Please fill in the Presentor's Reference section to facilitate follow up, if necessary.

Note: All the particulars filled in this specimen form are fictitious. Any resemblance to individuals or companies is entirely coincidental.

7 按揭及押記 Mortgages and Charges

截至本申報表日期，所有須根據《公司條例》第 80 及第 82 條規定向公司註冊處處長登記的按揭及押記的未償還總額

Total amount outstanding as of the date of this return on all mortgages and charges which are required to be registered with the Registrar of Companies pursuant to sections 80 and 82 of the Companies Ordinance

\$999,999	Please state 'NIL' if this section is not applicable.
-----------	---

(註 Note 11) **8 無股本公司的成員數目 Number of Member(s) of a Company Not Having a Share Capital**

(有股本的公司無需填報此項 *Company having a share capital need not complete this section*)

截至本申報表日期的成員數目

Number of Member(s) as at the Date of this Return

--

(註 Note 12) **9 股本 Share Capital**

(無股本的公司無需填報第 9 及第 10 項 *Company not having a share capital need not complete sections 9 & 10*)

截至本申報表日期 As at the Date of this Return					
法定股本 Authorized Share Capital		已發行股本 Issued Share Capital			
股份類別 Class of Shares	總面值 Total Nominal Value †	已發行 股份數目 Number of Shares Issued	每股已 發行股份 的面值 Nominal Value of Each Share Issued †	已發行股份的 總面值 Total Nominal Value of Shares Issued †	已發行股份的 已繳股款總值 (不包括溢價) Total Paid up Value of Shares Issued † (excluding premium)
		(a)	(b)	(a) x (b)	
ORDINARY	HKD10,000	100	HKD10.00	HKD1,000	HKD1,000
Please state the total value of both issued and unissued shares (i.e. the nominal capital).					
This number must agree with the total number of shares of all classes stated in the "Current Holding" column in section 10.					
總值 Total	HKD10,000	100		HKD1,000	HKD1,000

† 請註明貨幣單位(例如：港元、美元)

Please specify the currency (e.g. HKD, USD)

(註 Note 13) **10 有股本公司的成員詳情 Details of Member(s) of a Company Having a Share Capital**
 (有股本的公司必須填報此項。如未能盡錄於下列表格內，請用續頁A填報。 **Company having a share capital must complete this section.** Use Continuation Sheet A if there is insufficient space.)

截至本申報表日期的成員詳情 Details of Member(s) as at the Date of this Return

股份類別 Class of Shares **ORDINARY**

Changes in the particulars of members (e.g. name, address) should be indicated in the 'Remarks' column against the related entry.

姓名／名稱 Name	地址 Address	股份 Shares		備註 Remarks	
		現時持有量 Current Holding	轉讓* Transferred *		
			數目 Number		日期 Date
MAX SANDER	10/F, 50 SQUARE STREET, SHEUNG WAN, HONG KONG	40			change of address
LAW WOO 羅胡	ROOM 8, NO.10 FU DONG YU ROAD, TIANJIN, CHINA	60			
LUCK LUCK NOMINEES LIMITED	5/F, BEST COMMERCIAL CENTRE, 200 GLOUCESTER ROAD, WANCHAI, HONG KONG	NIL	60	1/12/2007	transferred to LAW WOO
總數 Total			100		

This total must agree with the total number of issued shares for that class stated in section 9.

* 如公司的股份自上一份周年申報表日期以來(如屬首份周年申報表，則自公司成立為法團以來)有任何轉讓，有關詳情亦請一併申報；股份受讓人的姓名／名稱請在「備註」一欄註明。
 * If there have been any transfers of the company's shares since the date of the last annual return (or since incorporation if this is the first annual return), please also provide details of the transfers; the name of the transferee should be stated in the 'Remarks' column.

11 秘書 Secretary

A. 個人秘書 Individual Secretary

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

中文姓名
Name in Chinese

英文姓名
Name in English

SANDER	MAX
姓氏 Surname	名字 Other Names

前用姓名
Previous Names

別名
Alias

(註 Note 14)

香港住址
Hong Kong Residential Address

10/F, 50 SQUARE STREET,
SHEUNG WAN, HONG KONG

(註 Note 15)

電郵地址
E-mail Address

(註 Note 16)

身份證明 Identification

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

G166889(6)

b 護照
Passport

簽發國家 Issuing Country	號碼 Number

Please state the Hong Kong Identity Card number or the passport number and issuing country registered with the Companies Registry (CR) (as appropriate). If these particulars have not been reported to the CR before, please report the change by completing a Form D2B. If the secretary does not have a Hong Kong Identity Card or passport, please state 'NIL' in the boxes provided.

If the secretary is a firm, please state its particulars in part B.

B. 法人團體秘書 Corporate Secretary

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

(註 Note 17)

中文名稱
Name in Chinese

(註 Note 17)

英文名稱
Name in English

(註 Note 18)

香港地址
Hong Kong Address

(註 Note 15)

電郵地址
E-mail Address

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)

12 董事 Directors

If the person acts as both director and alternate director, please tick all relevant boxes.

A. 個人董事 Individual Director

(如超過一名個人董事，請用續頁 C 填報 Use Continuation Sheet C if more than 1 individual director)

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

(註 Note 19)

身份 Capacity



董事 Director



候補董事 Alternate Director

代替 Alternate to
MAX SANDER

In the case of an alternate director, please state the name of the principal director to whom he or she is the alternate.

中文姓名 Name in Chinese

羅胡

英文姓名 Name in English

LAW

WOO

姓氏 Surname

名字 Other Names

前用姓名 Previous Names

別名 Alias

(註 Note 20)

住址 Residential Address

ROOM 8, NO.10 FU DONG YU ROAD, TIANJIN

CHINA

If a non-Hong Kong address is given, please state the name of the country.

國家 Country

(註 Note 21)

電郵地址 E-mail Address

Please state the Hong Kong Identity Card number or the passport number and issuing country registered with the CR (as appropriate). If these particulars have not been reported to the CR before, please report the change by completing a Form D2B. If the director does not have a Hong Kong Identity Card or passport, please state 'NIL' in the boxes provided.

(註 Note 22)

身份證明 Identification

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

b 護照 Passport

CHINA

8888888

簽發國家 Issuing Country

號碼 Number

Please state both the passport number and the passport issuing country. The two fields are considered as one set of information.

12 董事 Directors (續上頁 cont'd)

B. 法人團體董事 Corporate Director

(如超過兩名法人團體董事，請用續頁 D 填報 Use Continuation Sheet D if more than 2 corporate directors)

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

(註 Note 19)

1

身份
Capacity

董事
Director

候補董事
Alternate Director

代替 Alternate to

中文名稱
Name in Chinese

英文名稱
Name in English

LUCK LUCK NOMINEES LIMITED

(註 Note 23)

地址
Address

5/F, BEST COMMERCIAL CENTRE,
200 GLOUCESTER ROAD, WANCHAI,
HONG KONG

國家 Country

(註 Note 21)

電郵地址
E-mail Address

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)

6008000

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

(註 Note 19)

2

身份
Capacity

董事
Director

候補董事
Alternate Director

代替 Alternate to

中文名稱
Name in Chinese

英文名稱
Name in English

(註 Note 23)

地址
Address

國家 Country

(註 Note 21)

電郵地址
E-mail Address

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)

12 董事 Directors (續上頁 cont'd)

C. 備任董事 Reserve Director

(只適用於只有一名成員而該成員同時亦是唯一董事的私人公司 **Only applicable to a private company with only one member who is also the sole director of the company**)

中文姓名
Name in Chinese

NIL

英文姓名
Name in English

姓氏 Surname	名字 Other Names

前用姓名
Previous Names

別名
Alias

(註 Note 20)

住址
Residential Address

	國家 Country

(註 Note 21)

電郵地址
E-mail Address

(註 Note 22)

身份證明 Identification

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

b 護照
Passport

簽發國家 Issuing Country	號碼 Number

13 登記冊 Registers

公司備存下列登記冊的地址(如並非備存於第 5 項的註冊辦事處內)

Address where the following registers of the company are kept (if not kept at the registered office stated in Section 5)

登記冊 Register	地址 Address
a 成員登記冊 Register of Members	
b 債權證持有人登記冊 (如有的話) Register of Debenture Holders (if any)	

(註 Note 24) **14 隨本表格提交的帳目所涵蓋的會計期**

Period Covered by Accounts Submitted with this Form

(私人公司無需填報此項 *A private company need not complete this section*)

Non-private companies must complete this section and submit certified true copies of the relevant accounts with this form.

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

15 證明書 Certificate

For Non-private companies, please delete this certificate.

(此項證明只適用於私人公司。如不適用，請刪去此項。)

(This certificate should only be completed in respect of a private company. If not applicable, please delete.)

本人證明公司自上一份周年申報表日期以來(如屬首份周年申報表，則自成立為法團以來)，並無發出任何文件，邀請公眾人士認購公司任何股份或債權證；同時如成員數目於本申報表日期超過五十，則所超出的成員，全是根據《公司條例》第 29(1)(b)條不須計算入該五十名額內的人士。

I certify that the company has not, since the date of the last annual return (or since incorporation if this is the first annual return), issued any invitation to the public to subscribe for any shares or debentures in the company and that if the number of members is in excess of 50 as at the date of this return, the excess are persons who under section 29(1)(b) of the Companies Ordinance are not to be included in the calculation of 50.

(註 Note 25)

提示 Advisory Note

所有公司董事均應閱讀公司註冊處編製的《有關董事責任的非法定指引》的最新版本，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 the latest version of the 'Non-Statutory Guidelines on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guidelines.

本申報表包括下列續頁。 This Return includes the following Continuation Sheet(s).

續頁 Continuation Sheet(s)	A	B	C	D
頁數 Number of pages	0	0	1	0

(註 Note 5) 簽署 Signed :



姓名 Name : Law Woo
 董事 Director / ~~秘書 Secretary~~*

日期 Date : 02/10/2008
 日 DD / 月 MM / 年 YYYY

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

表格
Form **AR1**

(續頁 A Continuation Sheet A)

本申報表日期 Date of Return

--	--	--

日 DD 月 MM 年 YYYY

公司編號 Company Number

--

(註 Note 13) 有股本公司的成員詳情 (第 10 項)

Details of Member(s) of a Company Having a Share Capital (Section 10)

截至本申報表日期的成員詳情 Details of Member(s) as at the Date of this Return

股份類別 Class of Shares

--

姓名／名稱 Name	地址 Address	股份 Shares		備註 Remarks
		現時持有量 Current Holding	轉讓*	
			轉讓* Transferred *	
數目 Number	日期 Date			
總數 Total				

* 如公司的股份自上一份周年申報表日期以來(如屬首份周年申報表, 則自公司成立為法團以來)有任何轉讓, 有關詳情亦請一併申報; 股份受讓人的姓名/名稱請在「備註」一欄註明。

* If there have been any transfers of the company's shares since the date of the last annual return (or since incorporation if this is the first annual return), please also provide details of the transfers; the name of the transferee should be stated in the 'Remarks' column.

表格
Form

AR1

(續頁 B Continuation Sheet B)

本申報表日期 Date of Return

--	--	--

日 DD 月 MM 年 YYYY

公司編號 Company Number

--

秘書詳情 (第 11 項) Details of Secretary (Section 11)**A. 個人秘書 Individual Secretary**

中文姓名

Name in Chinese

--

英文姓名

Name in English

--	--

姓氏 Surname

名字 Other Names

前用姓名

Previous Names

--

別名

Alias

--

(註 Note 14)

香港住址

Hong Kong
Residential
Address

--

(註 Note 15)

電郵地址

E-mail Address

--

(註 Note 16)

身份證明 Identification

a 香港身份證號碼

Hong Kong Identity Card Number

--

b 護照

Passport

--	--

簽發國家 Issuing Country

號碼 Number

B. 法人團體秘書 Corporate Secretary

(註 Note 17)

中文名稱

Name in Chinese

--

(註 Note 17)

英文名稱

Name in English

--

(註 Note 18)

香港地址

Hong Kong
Address

--

(註 Note 15)

電郵地址

E-mail Address

--

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)

--

本申報表日期 **Date of Return**

20	09	2008
日 DD	月 MM	年 YYYY

This date should be the same as the date stated in section 4.

公司編號 **Company Number**

9999555

個人董事詳情 (第 12A 項) Details of Individual Director (Section 12A)

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

(註 Note 19)

身份
Capacity

董事
Director

候補董事
Alternate Director

代替 **Alternate to**

--

中文姓名
Name in Chinese

--

英文姓名
Name in English

SANDER	MAX
姓氏 Surname	名字 Other Names

前用姓名
Previous Names

--

別名
Alias

--

(註 Note 20)

住址
Residential Address

10/F, 50 SQUARE STREET, SHEUNG WAN, HONG KONG	
	國家 Country

(註 Note 21)

電郵地址
E-mail Address

--

Please state the Hong Kong Identity Card number or the passport number and issuing country registered with the CR (as appropriate). If these particulars have not been reported to the CR before, please report the change by completing a Form D2B. If the director does not have a Hong Kong Identity Card or passport, please state 'NIL' in the boxes provided.

(註 Note 22)

身份證明 **Identification**

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

G166889(6)

b 護照
Passport

--	--

簽發國家 **Issuing Country**

號碼 **Number**

本申報表日期 **Date of Return**

日 DD	月 MM	年 YYYY

公司編號 **Company Number**

法人團體董事詳情 (第 12B 項) Details of Corporate Director (Section 12B)

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

(註 Note 19)

**1 身份
Capacity**

**董事
Director**

**候補董事
Alternate Director**

代替 **Alternate to**

**中文名稱
Name in Chinese**

**英文名稱
Name in English**

(註 Note 23)

**地址
Address**

	國家 Country

(註 Note 21)

**電郵地址
E-mail Address**

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)*

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

(註 Note 19)

**2 身份
Capacity**

**董事
Director**

**候補董事
Alternate Director**

代替 **Alternate to**

**中文名稱
Name in Chinese**

**英文名稱
Name in English**

(註 Note 23)

**地址
Address**

	國家 Country

(註 Note 21)

**電郵地址
E-mail Address**

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)*

《公司條例》(香港法例第 32 章)

第 107(1)條規定提交的

周年申報表

填表須知 — 表格 AR1

附註

引言

1. 每間公司**必須**每年向公司註冊處處長提交一份周年申報表。公司董事及秘書有責任確保申報表正確反映公司於申報表日期的狀況。
2. 請劃一以中文**或**英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. 本表格必須於申報表日期後 42 日內送交公司註冊處登記。**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或秘書簽署，公司註冊處不接納未簽妥的表格，並會將表格退回提交人。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，並會將表格退回提交人。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. 如以郵寄方式提交本表格，請附上繳付所需費用的港幣劃線支票，支票抬頭註明「公司註冊處」。請勿郵寄現金。

商業名稱 (第 2 項)

8. 請申報公司經營業務時，除公司名稱外，所採用的任何商業名稱。

註冊辦事處 (第 5 項)

9. 註冊辦事處的地址必須為公司於申報表日期的地址。非香港地址、「轉交」地址及郵政信箱號碼恕不接受。

電郵地址 (第 6 項)

10. 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 R1 通知公司註冊處。

無股本公司的成員數目 (第 8 項)

11. 如公司屬註冊為無限成員人數的無股本公司，請填報「無限」。

股本 (第 9 項)

12. 有股本的公司必須申報其法定股本及已發行股本的詳細資料。以下例子只供參考：
例： 甲乙丙有限公司的法定股本為港幣 10,000 元，按每股港幣 1 元分為 10,000 股普通股，其中 5,000 股在截至申報表日期已發行，並已繳足股款。

截至本申報表日期 As at the Date of this Return					
股份類別 Class of Shares	法定股本 Authorized Share Capital	已發行股本 Issued Share Capital			
	總面值 <i>Total</i> Nominal Value †	已發行 股份數目 Number of Shares Issued	每股已 發行股份 的面值 Nominal Value of Each Share Issued †	已發行股份的 總面值 <i>Total</i> Nominal Value of Shares Issued †	已發行股份的 已繳股款總值 (不包括溢價) <i>Total</i> Paid up Value of Shares Issued † (excluding premium)
		(a)	(b)	(a) x (b)	
普通股	港元 10,000	5,000	港元 1.00	港元 5,000	港元 5,000
總值 Total	港元 10,000	5,000		港元 5,000	港元 5,000

† 請註明貨幣單位(例如：港元、美元)
Please specify the currency (e.g. HKD, USD)

有股本公司的成員名單 (第 10 項)

13. (a) 「現時持有量」一欄內每類股份的總數必須與申報表第 9 項中所申報該類別股份的「已發行股份數目」總數相同。
- (b) 如成員的資料有任何更改，請在「備註」一欄內相關之處說明。(例如：更改地址和更改名稱等。)
- (c) 如公司股本的結構有任何變動，例如：某一類別股份轉換為另一類別股份、已發行的股份被公司沒收，請在「備註」一欄內相關之處說明。(例如：'A' 股於 XXXX 年 XX 月 XX 日轉換為 'B' 股和股份於 XXXX 年 XX 月 XX 日被沒收等。)
- (d) 如公司曾將其任何股份轉換為股本，並已將此事通知公司註冊處處長，請述明每名成員所持的股額。
- (e) 如公司備存一本成員登記支冊，而該登記支冊所載記項的詳情與需要載於周年申報表內的事項有關，而且該周年申報表是在公司接獲該等記項的副本後提交，請申報有關的詳情。

秘書 (第 11 項)

14. 請申報個人秘書在香港的住宅地址。非香港地址、「轉交」地址及郵政信箱號碼恕不接受。
15. 請提供秘書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 D2B 通知公司註冊處。
16. 請申報個人秘書的香港身份證號碼。如該名人士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。如該名人士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上「無」。
17. 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。
18. 如秘書屬法人團體，應註明其在香港的註冊辦事處或主要辦事處的地址。非香港地址、「轉交」地址及郵政信箱號碼恕不接受。

董事 (第 12 項)

19. 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。
20. 請申報個人董事或備任董事的住宅地址。如屬非香港地址，請同時申報「國家」一欄。「轉交」地址及郵政信箱號碼恕不接受。
21. 請提供董事或備任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 D2B 或 D7 通知公司註冊處。
22. 請申報個人董事或備任董事的香港身份證號碼。如該名人士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。如該名人士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上「無」。
23. 如董事屬法人團體，應註明其註冊辦事處或主要辦事處的地址。如屬非香港地址，請同時申報「國家」一欄。「轉交」地址及郵政信箱號碼恕不接受。

帳目 (第 14 項)

24. (a) 除私人公司外，所有公司的周年申報表均須連同自上一份周年申報表日期後(如屬首份周年申報表，則自公司成立為法團的日期後)，公司在所舉行的大會上所呈交的每一套帳目一併提交。若公司以書面決議代替周年大會，所須提交的帳目應是一份已提供予每名須簽署決議的公司成員的帳目。
- (b) 每套帳目必須由一名董事、經理或秘書證明為真實副本，並須包括一份董事報告及核數師就有關帳目作出的報告。

公司註冊處發出的《有關董事責任的非法定指引》

25. 所有公司董事均應閱讀公司註冊處編製的《有關董事責任的非法定指引》的最新版本，並熟悉該指引所概述的董事一般責任。公司應把該指引發給董事(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。

ANNUAL RETURN
Required by Companies Ordinance (Cap. 32)
Section 107(1)

Notes for Completion of Form AR1

Introduction

1. Every company ***must*** make an annual return which should be filed with the Registrar of Companies once every year. It is the duty of the director(s) and the secretary to ensure that the return accurately reflects the affairs of the company as at the date of return.
2. Please fill in all particulars and complete all items consistently in either Chinese ***OR*** English. 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 Presenter's Reference. Unless the presenter 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 date of return. ***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 or the secretary. 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 this form is delivered by post, please send a crossed cheque in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

Business Name (Section 2)

8. Please state any trading names used in addition to the company's name.

Registered Office (Section 5)

9. The address must be the registered office address as at the date of this return. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.

E-mail Address (Section 6)

10. Please supply the e-mail address of the company, on a voluntary basis, to facilitate electronic communication. If there is any subsequent change in the e-mail address, it would be appreciated if you would notify the Companies Registry by completing Form R1.

Number of Member(s) of a Company Not Having a Share Capital (Section 8)

11. If a company not having a share capital is registered with an unlimited number of members, please state 'Unlimited'.

Share Capital (Section 9)

12. A company having a share capital must report the details of its authorized share capital and issued share capital. An example is provided below for reference only:

e.g. ABC Company Limited has an authorized share capital of HKD10,000 divided into 10,000 ordinary shares of HKD1.00 each, 5,000 shares of which are issued and fully paid as at the date of this return.

截至本申報表日期 As at the Date of this Return					
法定股本 Authorized Share Capital		已發行股本 Issued Share Capital			
股份類別 Class of Shares	總面值 <i>Total</i> Nominal Value †	已發行 股份數目 Number of Shares Issued	每股已 發行股份 的面值 Nominal Value of Each Share Issued †	已發行股份的 總面值 <i>Total</i> Nominal Value of Shares Issued †	已發行股份的 已繳股款總值 (不包括溢價) <i>Total</i> Paid up Value of Shares Issued † (excluding premium)
		(a)	(b)	(a) x (b)	
Ordinary	HKD10,000	5,000	HKD1.00	HKD5,000	HKD5,000
總值 Total	HKD10,000	5,000		HKD5,000	HKD5,000

† 請註明貨幣單位(例如：港元、美元)
Please specify the currency (e.g. HKD, USD)

Details of Member(s) of a Company Having a Share Capital (Section 10)

13. (a) For each class of shares, the total number of shares in the 'Current Holding' column must agree with the total number of shares issued for that class as reported in Section 9 of the form.
- (b) If there have been any changes in the particulars of the member(s), please indicate the changes in the 'Remarks' column against the related entry (e.g. change of address, change of name etc.)
- (c) If there have been any changes in the structure of the share capital of the company, e.g. conversion of one class of the share into shares of another class, forfeiture of issued shares etc., please indicate the changes in the 'Remarks' column against the related entry (e.g. 'A' shares converted to 'B' shares on dd / mm / yyyy, shares forfeited on dd / mm / yyyy etc.)
- (d) If the company has converted any of its shares into stock and given notice of it to the Registrar of Companies, please state the amount of stock held by each member.
- (e) If the company keeps a branch register and the particulars of the entries in that register relate to the matters which are required to be contained in the annual return to be made next after the copies of those entries are received by the company, please state the relevant details.

Secretary (Section 11)

14. Please provide the ***residential*** address of an individual secretary in ***Hong Kong***. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable.
15. Please supply the e-mail address of the secretary, on a voluntary basis, to facilitate electronic communication. If there is any subsequent change in the e-mail address, it would be appreciated if you would notify the Companies Registry by completing Form D2B.
16. The Hong Kong Identity Card number, or in the absence of which, the number and issuing country of the passport of an individual secretary should be given. If he or she holds neither a Hong Kong Identity Card nor a passport, please state 'NIL' in the boxes provided.
17. If the secretary is a firm, please state the name of the firm in the box for the name of corporate secretary.
18. If the secretary is a body corporate, the address of its registered or principal office in ***Hong Kong*** should be given. Non-Hong Kong addresses, 'care of' addresses or post office box numbers are not acceptable.

Directors (Section 12)

19. 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.
20. Please provide the ***residential*** address of an individual director or a reserve director. If a non-Hong Kong address is given, please also complete the box for 'Country'. 'Care of' addresses and post office box numbers are not acceptable.
21. Please supply the e-mail address of the director or reserve 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 D2B or D7.
22. The Hong Kong Identity Card number, or in the absence of which, the number and issuing country of the passport of an individual director or a reserve 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.
23. If the director is a body corporate, the address of its registered or principal office should be given. If a non-Hong Kong address is given, please also complete the box for 'Country'. 'Care of' addresses and post office box numbers are not acceptable.

Accounts (Section 14)

24. (a) All companies except private companies are required to submit with each annual return every set of accounts laid before the company in the last general meeting which took place since the date of the last annual return (or since incorporation if this is the first annual return). If a written resolution is passed in lieu of the annual general meeting, the accounts to be submitted should be the same accounts that have been provided to each member of the company who are required to sign the resolution.
- (b) Each set of accounts must be certified by a director, manager or the secretary as being a true copy and must include a report of the directors and a report of the auditors on the accounts.

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

25. All directors of the company are advised to read the latest version of the 'Non-statutory Guidelines on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guidelines. Companies should give copies 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.

附加說明
Supplementary Note

《有關董事責任的非法定指引》已於二零零九年七月更新及改名為《董事責任指引》，本表格內任何對《有關董事責任的非法定指引》的提述，須當作是提述《董事責任指引》。

The 'Non-statutory Guidelines on Directors' Duties' (the Guidelines) was updated and renamed 'A Guide on Directors' Duties' (the Guide) in July 2009. Any reference made to the Guidelines in this form shall be deemed to be a reference to the Guide.