



Frequently Asked Questions

Electronic Submission of Specified Forms

A General

Q1. Why aren't the electronic submission ("e-submission") services available to Company Users? How can a company secretary which is a body corporate sign and submit electronic forms ("e-forms") on behalf of its client company?

Answer: Most of the e-forms and related documents of a company delivered to the Companies Registry through the e-Registry have to be signed by a natural person who is authorised by the company. The company must associate its Company User account with the Individual User account of the natural person to enable him/her to sign and submit electronic documents on its behalf.

To submit electronic documents at the e-Registry for a client company, a company secretary which is a body corporate must register as a Company User of the e-Registry and establish account association with the client's Company User account. Before the authorised representatives (e.g. directors, company secretary or authorised persons) of the company secretary (body corporate) can sign and/or submit electronic documents on behalf of the client company, the authorised representatives should register as Individual Users of the e-Registry. Their Individual User accounts should also be associated with the Company User account of the company secretary (body corporate).

Q2. Can an authorised person (other than directors or the company secretary) of a company submit e-forms on behalf of the company?

Answer: Any Individual Users who have established account association with the Company User account of a company can submit e-forms for and on behalf of the company.

Q3. I note that a Registered Agent ("RA") can sign and deliver commonly filed specified forms, other than applications for incorporation of local companies and applications for registration of non-Hong Kong companies, in electronic form. What is an RA? How can I appoint an RA?

Answer: Company Users and Individual Users ("the principals") of the e-Registry may appoint RAs at the e-Registry for the purpose of electronic submission of commonly filed specified forms. This service is not applicable to delivery of applications for incorporation of local companies and applications for registration of non-Hong Kong companies at the e-Registry and delivery of documents in hard copy form to the Registrar of Companies for registration.

Before an RA can act on behalf of his/her principals for the purpose of electronic submission, the RA must be authorised and appointed by the principals as their agent at the e-Registry. Appointment of RAs is an entirely voluntary and optional administrative arrangement. The services of registration as RAs and notifications of appointment/cessation of RAs at the e-Registry are free of charge.

For more details on appointment of RAs, please refer to the Frequently Asked Questions on "Registration of Registered Agent Service".

Q4. Is the e-submission service only applicable to companies which were incorporated or registered electronically at the e-Registry? If my company was incorporated or registered through the paper channel, can I deliver documents in electronic form through the e-Registry?

Answer: Yes, all companies registered under the Companies Ordinance can deliver specified forms and related documents in electronic form through the e-Registry. Your company must first register as a Company User and establish account association with Individual Users who can sign and submit electronic documents for and on behalf of your company.

For more details, please refer to the Frequently Asked Questions on “User Registration and User Account Association”.

Q5. Can all documents be delivered through the e-Registry?

Answer: Applications for incorporation of local companies or registration of non-Hong Kong companies, specified forms and related documents required under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) can be delivered in electronic form to the Registrar of Companies for registration through the e-Registry.

Q6. How can I submit a document that needs to be delivered together with a specified form electronically? Are there any special requirements?

Answer: Any document which is required to be delivered with a specified form can be submitted as an attachment to the relevant e-form after it has been duly signed or certified as appropriate and converted into Adobe Portable Document format (“PDF”).

To ensure the quality of image records of documents which are made available for public search, the page margins of documents should be set as Top: 1.27 cm; Bottom: 0.86 cm; Left: 1.06 cm; Right: 1.27 cm. Moreover, if a document is converted into a PDF file through document scanning, you are advised to arrange for “black and white” scanning to produce a better image.

Q7. Can e-forms be printed at any time for record purpose?

Answer: Users can save and print the e-forms using the respective functions of the Versitech e-Form Filler for record purpose before submission of e-forms at the e-Registry.

Q8. Can I print the completed e-form and deliver it to the Companies Registry in person or by post?

Answer: No. Completed e-forms should be submitted at the e-Registry. The Companies Registry will not accept printed copies of e-forms delivered to the Companies Registry in person or by post.

Q9. Are all the input fields in an e-form editable before signing?

No. Some input fields are protected to avoid reporting errors and for effective system processing. For the fields which are editable, a red frame will be shown when the fields are clicked. If a green frame is shown, the field is non-editable.

Q10. How can I sign an e-form or document to be submitted through the e-Registry?

Answer: You can sign the e-form or document with your password or digital certificate registered with the e-Registry.

Q11. If I need to amend an e-form after signing, should the e-form be signed again?

Answer: Once an e-form or a particular section thereof has been signed, the entire e-form or that particular section will be protected from further amendment.

In case the e-form or a particular section thereof is required to be amended, the signatory has to remove the signature in the e-form or that particular section first by clicking the right button of the mouse at the signature icon and select the “Remove Signature” option. After entering the “password” or “digital signature”, the e-form or that particular section will be “unsigned”. All input fields in the e-form or the particular section will become editable and changes can be made accordingly. After amendment, the e-form or that particular section is required to be signed by the signatory again to confirm the changes.

Q12. How can I pay the requisite registration fee for an e-form?

Answer: You can make payment online by:-
(i) deduction from deposit account at the e-Registry;
(ii) VISA / Master card; or
(iii) PPS by Internet.

If you wish to pay by VISA/Master Card, you have to obtain the “Verified by VISA/Master” password, if required, from the card issuing bank.

For more details, please refer to Part D – Fees and Payment of the Frequently Asked Questions on “User Registration and User Account Association”.

Q13. When can I inspect e-forms submitted at the e-Registry?

Answer: E-forms which are processed by the system can normally be registered and made available for public inspection at the Companies Registry’s Cyber Search Centre (www.icris.cr.gov.hk) and Company Search Mobile Service (www.mobile-cr.gov.hk) within 12 hours.

Q14. Can I inspect the signature of the signatory of an e-form which has been registered and made available for search at the Cyber Search Centre?

Answer: No. An e-form can be signed by an Individual User (who has established account association with the Company User) either with his digital certificate or the password which has been registered with the e-Registry. A statement ‘Signed by Digital Certificate’ if signed by digital certificate or ‘Signed by PIN’ if signed by password will be shown on the signing part of the e-form. No manual signature will be shown on the image records of the registered documents.

Q15. If error(s) is/are found in an e-form or document which has already been registered, can I file an amended e-form or document through the e-Registry?

Answer: You may refer to Companies Registry External Circular No. 7/2014 on “The New Companies Ordinance (Cap. 622) – Rectification of Information on the Companies Register” for the procedure on rectifying typographical or clerical errors contained in documents already registered with the Companies Registry. Typographical or clerical errors in a registered e-form or document can be rectified by submitting an amended version in PDF format to the Companies Registry through the e-Registry. You can login the e-Registry portal [[e-Submission Services > Online Submission](#)] and select “[Rectification of Registered Documents](#)” to submit the amended e-form or document.

Q16. What is the difference between “Offline Submission” and “Bulk Submission” functions?

Answer: Offline Submission function allows users to submit one e-form each time. Where payment of fees is required, users can make payment online by:-
(i) deduction from deposit account at the e-Registry;
(ii) VISA / Master card; or
(iii) PPS by Internet.

After successful submission, an acknowledgement or digital receipt (if fee is required) will be generated online. Users can save and print the same for records.

Bulk Submission function allows users to upload a maximum of 10 e-form files in VXF format with the size of each file not exceeding 10 MB each time. Users must either have their own deposit accounts or shared company deposit account(s) at the e-Registry for payment of fees. Other payment methods (i.e. VISA/Master Card and PPS by Internet) are not acceptable. After successful upload of e-form files, a notification for receipt of bulk submission showing the submission results will be sent to the user’s message box at the e-Registry and registered email address.

Q17. Can I submit e-forms on mobile devices?

Answer:



Yes. You can now submit the following e-forms via “CR eFiling”, which is a free mobile application developed by the Companies Registry to facilitate registered users of the e-Registry to submit application for incorporation, Annual Return and commonly filed specified forms to the Registrar of Companies for registration using smartphones and mobile devices anytime and anywhere:-

- (i) relating to incorporation of local companies (Forms NNC1, NNC1G and NNC3);
- (ii) relating to changes of company particulars (Forms NNC2, NR1, ND2A, ND2B, ND4, ND5, ND7, ND8 and NSC1); and
- (iii) Annual Return (Form NAR1)

You can download the “CR eFiling” app for free from App Store or Google Play. For details, please refer to the Frequently Asked Questions on “CR eFiling Mobile App - Submission of Specified Forms on Mobile Devices” which can be downloaded from the Companies Registry’s website (www.cr.gov.hk) or viewed at the “CR eFiling” app.

B Specified Forms for Reporting Changes of Company Particulars

Q1. My company is a local company. Both the registered office address and the business address of my company will be changed to the same address at the same time. I understand that a Form NR1 must be filed with the Companies Registry within 15 days after the date of change of registered office address. Do I need to notify the Business Registration Office of the change of business address?

Answer: Yes. You should notify the Business Registration Office of the change of business address within one month from the date of change by submitting a written notification or a completed [Form IRC3111A](#) (PDF format).

The Companies Registry and the Inland Revenue Department (“IRD”) have jointly introduced an **OPTIONAL ELECTRONIC one-stop notification service** at the e-Registry for a company to report the change of registered office address also as a change of business address on its Business Registration Certificate. By using this electronic service, you may request the Registrar of Companies to notify the Commissioner of Inland Revenue on your behalf that the business address of your company as registered under the Business Registration Ordinance (Chapter 310 of the Laws of Hong Kong) has changed to the new address of your registered office with effect from the effective date of change as stated in the e-Form NR1.

Normally, the IRD will send out your amended Business Registration Certificate by post on the next working day after the registration of the e-Form NR1 by the Companies Registry.

Q2. My company is a registered non-Hong Kong company. Both the address of the principal place of business and business address of my company in Hong Kong will be changed to the same address at the same time. Is there a one-stop notification service at the e-Registry for a company to deliver a Form NN9 to report the change of address of principal place of business in Hong Kong and, simultaneously, the change of business address on its Business Registration Certificate?

Answer: No. The electronic one-stop notification service mentioned in Q1 above does not apply to registered non-Hong Kong companies. You need to notify the Companies Registry and the Business Registration Office of the change separately in e-Form NN9 and [Form IRC3111A](#) (PDF format) respectively.

Q3. My company is going to report the appointment of director by e-Form ND2A. Must the newly appointed director be an e-Registry user?

Answer: (i) For reporting the appointment of a **natural person** as director by e-Form ND2A, that person must be an Individual User of the e-Registry or has registered the appointment of his/her RA with the Companies Registry. The full name and Hong Kong identity card/passport number of the newly appointed director entered in the e-Form ND2A must be identical to those provided for user registration or for registration of appointment of RA at the e-Registry.

(ii) For reporting the appointment of a **body corporate** as director by e-Form ND2A, the body corporate must be a Company User of the e-Registry and has associated an Individual User to sign documents on its behalf or has registered the appointment of an RA at the e-Registry to act on its behalf. The Company Name and Company Number of the newly appointed director entered in the e-Form ND2A must be identical to those provided for user registration or for registration of appointment of RA at the e-Registry.

Q4. How can a newly appointed director sign the Consent to Act as Director (“Consent”) in an e-Form ND2A?

Answer: The newly appointed director who is a **natural person** and has registered as an Individual User of the e-Registry can sign the Consent in the e-Form ND2A either with his digital certificate or password registered with the e-Registry.

If the newly appointed director is a **body corporate** who has registered as a Company User of the e-Registry and has associated its account with the Individual User accounts of its authorised representatives, the associated Individual Users can sign the Consent electronically on behalf of the body corporate director.

Alternatively, the **director (either a natural person or a body corporate)** can appoint an RA to give an acknowledgment in the e-Form ND2A that the RA is authorised by the director to send the Consent in electronic form. For more details on appointment of RAs, please refer to the Frequently Asked Questions on “Registration of Registered Agent Service”.

Q5. I have resigned as both a director and the company secretary of a company. As I have reasonable grounds to believe that the company will not deliver the Form ND2A to the Companies Registry for registration, can I report my resignation in one e-Form ND4?

Answer: No. You have to report your resignation as director and the company secretary separately in two e-Forms ND4.

Q6. How can I report changes of the same particulars for multiple companies? Do the companies involved need to be Company Users of the e-Registry?

Answer: You can report changes of registered office addresses to the same address and changes in particulars of a specific director or company secretary in one go for up to **10** companies in e-Forms NR1 and e-Forms ND2B at the e-Registry. This service does not apply to reports on changes in particulars of a person who is an alternate director or acting in dual capacity as a director and an alternate director.

The companies involved must first register as Company Users and establish account association with Individual Users who are authorised to submit documents electronically on behalf of the companies.

Please refer to the demonstration on “Same Changes for Many Companies” at the e-Registry.

Q7. How many companies can I report changes of the same particulars? How can I submit the related e-forms?

Answer: E-forms of up to **10** companies can be generated in one go for you to report the same changes. After the e-forms have been completed and signed digitally, you can use [[e-Submission Services > Offline Submission](#)] function to submit one e-form each time. Alternatively, you can submit e-forms in bulk using [[e-Submission Services > Bulk Submission](#)] function. A maximum of 10 e-form files in VXF format with the size of each file not exceeding 10 MB can be uploaded each time.

C Annual Returns of Local Companies

Q1. Do I need to fill in every particulars of a company as required in an e-Form NAR1?

Answer: To facilitate completion of the e-Form NAR1 of a company, key particulars of the company as at the made up date of the annual return (“return date”) as registered and kept by the Companies Registry (at 0:00 GMT+0800) will be provided. You should review and update the particulars prefilled by the system (if required) and complete other required details in the e-Form NAR1.

For a private company, the return date is the anniversary date of incorporation of the company in a year.

For a public company and a company limited by guarantee, the return date is 6 months and 9 months respectively after the company’s accounting reference date. For cases where the Companies Registry does not have records of the accounting reference dates of the companies or cases where the annual returns are submitted under the requirements of the predecessor Companies Ordinance, key particulars will not be provided and you have to complete all the details in the e-Forms NAR1.

Q2. If some of the company particulars provided by the e-Registry are not correct, can I amend the details?

Answer: You can amend or update the company particulars in e-Form NAR1 to reflect the correct position as at the return date. If there were changes in the company particulars which have not yet been reported to the Companies Registry, you must complete and submit the relevant e-forms or documents.

Q3. What is the maximum number of currencies that I can report for the share capital of a company in an e-Form NAR1?

Answer: You can report up to **5** currencies for the share capital of a company in an e-Form NAR1.

Q4. How many classes of shares can I report in an e-Form NAR1?

Answer: You can report up to **5** classes of shares in an e-Form NAR1.

Q5. When I complete an e-Form NAR1, can I submit a file containing the particulars of members instead of filling the details in the e-form?

Answer: Yes. You may either input particulars of members in an e-Form NAR1 or attach a list of members to the e-form. The list should be in PDF format with file size not exceeding 3 MB. You should ensure that all details of members as required in Section 13 of e-Form NAR1 are included in the PDF file.

Q6. Will an e-Form NAR1 which is submitted after office hour on the 42nd day after the return date be treated as late filing?

Answer: No. The service for electronic submission of annual returns is provided on a 24-hour basis. An e-Form NAR1 which is submitted with correct annual registration fee at any time within 42 days after the return date at the e-Registry will be regarded as submitted within the prescribed time period.

To avoid delays owing to unforeseen circumstances and payment of higher registration fees, you are advised to submit the e-Form NAR1 as early as possible.

Q7. Will any duplicate filing of an e-Form NAR1 be rejected automatically by the system on submission?

Answer: No. The system will not check whether there is any duplicate filing of annual returns for the same year during the submission process. If you wish to ascertain if an annual return has already been filed in respect of a particular year, you may conduct a Document Index Search free of charge at our Cyber Search Centre (www.icris.cr.gov.hk) or Company Search Mobile Service (www.mobile-cr.gov.hk).

Q8. Will I receive a reminder from the Companies Registry for delivering annual return?

Answer: Electronic notifications for delivery of annual returns will be sent to companies which have registered Company User accounts at the e-Registry as follows:-

- (i) For a **private company**, the notification will be sent on the anniversary date of incorporation of the company.
- (ii) For a **public company**, the notification will be sent on the return date that is 6 months after the company's accounting reference date.
- (iii) For a **company limited by guarantee**, the notification will be sent on the return date that is 9 months after the company's accounting reference date.

For public companies and companies limited by guarantee, in cases where the Companies Registry does not have records of the accounting reference dates of the companies, notifications cannot be sent to these companies.

Electronic notifications will be sent by the system automatically to the message box and registered email address of your Company User account. You can readily access the e-Registry through a hyperlink provided in the notification for e-submission of e-Form NAR1.

Individual Users of the e-Registry who have established account association with relevant Company Users may also subscribe to the Annual Return e-Reminder Service at the e-Registry free of charge to receive notifications for e-submission of annual returns of the companies.

For more details, please refer to the Frequently Asked Questions on "Annual Return e-Reminder Service".

Q9. If my company is a public company or a company limited by guarantee, how can I submit the financial statements with the e-Form NAR1?

Answer: The financial statements can be submitted in PDF format as an attachment to the e-Form NAR1. They should be duly signed or certified as true copies by relevant officers before they are converted into a PDF file. The size of the file should not exceed 5MB.

D Annual Returns of Registered Non-Hong Kong Companies

Q1. Do I need to fill in every particulars of a company as required in an e-Form NN3?

Answer: To facilitate completion of an e-Form NN3 of a registered non-Hong Kong company, key particulars of the company as at the most recent anniversary date of registration as registered and kept by the Companies Registry (at 0:00 GMT+0800) will be provided. You should review and update the particulars prefilled by the system (if required) and complete other required details in the e-Form NN3.

For annual returns which are made up to anniversary dates of registration before 15 February 2015, you have to complete all the details of the e-Form NN3.

Q2. If some of the company particulars provided by the e-Registry are not correct, can I amend the details?

Answer: You can amend or update the company particulars in e-Form NN3 to reflect the correct position as at the made up date of the annual return. If there were changes in the company particulars which have not yet been reported to the Companies Registry, you must complete and submit the relevant e-forms or documents.

Q3. What is the maximum number of currencies that I can report for the share capital of a company in an e-Form NN3?

Answer: You can report up to **5** currencies for the share capital of a company in an e-Form NN3.

Q4. Will an e-Form NN3 which is submitted after office hour on the 42nd day after the anniversary date of registration be treated as late filing?

Answer: No. The service for electronic submission of annual returns is provided on a 24-hour basis. An e-Form NN3 which is submitted with correct annual registration fee at any time within 42 days after the anniversary date of registration at the e-Registry will be regarded as submitted within the prescribed time period.

To avoid delays owing to unforeseen circumstances and payment of higher registration fees, you are advised to submit the e-Form NN3 as early as possible.

Q5. Will any duplicate filing of an e-Form NN3 be rejected automatically by the system on submission?

Answer: No. The system will not check whether there is any duplicate filing of annual returns for the same year during the submission process. If you wish to ascertain if an annual return has already been filed in respect of a particular year, you may conduct a Document Index Search free of charge at our Cyber Search Centre (www.icris.cr.gov.hk) or Company Search Mobile Service (www.mobile-cr.gov.hk).

Q6. Will I receive a reminder from the Companies Registry for delivering annual return?

Answer: If your company has already registered a Company User account with the e-Registry, electronic notifications for delivery of annual returns will be automatically sent by the system to the message box and registered email address of your Company User account on the anniversary date of registration of your company. You can readily access the e-Registry through a hyperlink provided in the notifications for e-submission of e-Form NN3.

Individual Users of the e-Registry who have established account association with relevant Company Users may also subscribe to the Annual Return e-Reminder Service at the e-Registry free of charge to receive notifications for e-submission of annual returns of the companies.

For more details, please refer to the Frequently Asked Questions on “Annual Return e-Reminder Service”.

Q7. How can I deliver the latest published accounts with the e-Form NN3?

Answer: The latest published accounts can be submitted in PDF format as an attachment to the e-Form NN3. They should be duly signed or certified as true copies by relevant officers before they are converted into a PDF file. The size of the file should not exceed 5MB.

E Specified Forms Relating to Charges, Receivership and Liquidation

Q1. Can I submit documents relating to charges, release of charges, receivership and liquidation in electronic form? How can I do that?

Answer: Yes, you can login e-Registry [[e-Submission Services > Online Submission](#)] and select “[Local Companies > Charges, Debentures and Receivership / Deregistration and Winding Up](#)” or “[Registered Non-Hong Kong Companies > Charges, Debentures and Receivership / Liquidation and Dissolution](#)” to complete the submission process of the related specified forms electronically through the guided wizard as follows:-

(i) Completion of e-forms generated by the system

After inputting the required data through the guided wizard, the following e-forms will be generated for your completion and signing -

- (a) NM1, NM2, NM8 and NM9 (relating to charges, release of charges);
- (b) NW1 and NW2 (relating to liquidation of local companies); and
- (c) NN11 and NN14 (relating to liquidation/dissolution of registered non-Hong Kong companies).

These e-forms can be completed online at the e-Registry or downloaded for offline completion.

Any other documents which are required to be delivered together with the specified forms should be converted into PDF format and attached to the relevant e-forms upon submission. For files containing the certified copy of charge instrument, instrument evidencing release of a charge or instrument effecting the dissolution of a registered non-Hong Kong company, the size of each PDF file should not exceed 5MB. For files containing court orders for extension of time for registration of documents relating to charges, the size of each PDF file should not exceed 2MB.

Please also refer to Part A – General for more information.

(ii) Submission by uploading PDF files

The following specified forms can only be submitted at the e-Registry in PDF format not exceeding 3 MB in each file size as an attachment to an e-submission sheet -

- (a) NM3 and NM4 (relating to mortgagee taking possession of charged property);
- (b) NM5, NM6, NRC2 and NRC3 (relating to receivership);
- (c) NM7 (relating to change in particulars of mortgagee, receiver or manager); and
- (d) NW3, NW4, NW5 and NW6 (relating to liquidator/provisional liquidator).

The e-submission sheet is available at the e-Registry for online/offline completion and submission.

Q2. How can I get the Certificate of Registration of Charge? Can I obtain the certificate in hard copy form?

Answer: Upon registration of a charge, a Certificate of Registration of Charge (“the Certificate”) in electronic form (PDF format) will be issued. Email notifications for download of the Certificate will be sent to the message box and registered email address of the registered user who submits the e-form.

Electronic certificates will be kept in the e-Registry system for six months only. Users are advised to download and save the electronic certificates in their records as early as possible after receipt of the email notifications.

For charges documents submitted through the e-Registry, the Certificates will only be issued in electronic form. Certificates in electronic form or hard copy form (issued for charges documents delivered to the Companies Registry in hard copy form) have the same legal effect.

You may order a certified copy of the Certificate at a fee online at the Companies Registry's Cyber Search Centre (www.icris.cr.gov.hk) or Company Search Mobile Service (www.mobile-cr.gov.hk).

F Applications for Deregistration

Q1. How can I submit an application for deregistration at the e-Registry?

Answer: Before submitting an application for deregistration at the e-Registry, you should have already obtained a Notice of No Objection from the Commissioner of Inland Revenue (“Notice”). The Notice has to be certified as a true copy by the applicant, a director or the company secretary of the company. The certified copy should be converted into PDF format and the file size should not exceed 3 MB.

You can login the e-Registry [[e-Submission Services > Online Submission](#)] and select “[Local Companies > Deregistration and Winding Up > Deregistration of Private Company or Company Limited by Guarantee \(Form NDR1\)](#)” to complete the application form (e-Form NDR1) and attach the certified copy of the Notice through a guided wizard. E-forms can be completed online at the e-Registry or downloaded for offline completion. The e-Form NDR1 must be submitted through the e-Registry **within 3 months** from the date of issue of the Notice.

Please also refer to Part A – [General](#) for more information.

Q2. How can I change the particulars of the applicant in the e-Form NDR1 generated by the system?

Answer: If you wish to change the capacity of the applicant in Section 2A of e-Form NDR1, or the names or identification of the applicant in Section 2B, you can make the changes by going back to the previous step in the guided wizard. If your e-form has been saved offline, you have to login the e-Registry and input the correct data for generating a new e-form for submission.

If you wish to change other data, you can make the changes in the e-form directly.

November 2017