



Frequently Asked Questions

Electronic Company Incorporation and Business Registration

Q1. Is electronic incorporation (“e-incorporation”) mandatory? Can I deliver my application for company incorporation in hard copy form?

Answer: E-Incorporation is not mandatory. Any person who wishes to form a company under the Companies Ordinance can deliver the application documents (i.e. an Incorporation Form NNC1 or NNC1G and a copy of the company’s Articles of Association) either in hard copy form to the Companies Registry in person or by post, or in electronic form through the e-Services Portal (www.e-services.cr.gov.hk).

Q2. What are the service hours for e-incorporation? Can I form a company electronically on general holidays?

Answer: The e-Services Portal provides e-incorporation service on a 24-hour basis. You can submit application documents for company incorporation electronically on general holidays.

Q3. Who can use the e-incorporation service? Are there any special requirements?

Answer: A person who wishes to form a company electronically must register as an Individual User of the e-Services Portal. A founder member must be an Individual User and has subscribed to e-Filing Services to sign and submit application documents directly. A body corporate founder member must arrange one of its authorized officers (e.g. director, company secretary or authorized persons) who is a natural person to sign the e-incorporation form on its behalf. The signatory must be an Individual User who has subscribed to e-Filing Services. If the Individual User is not a director, company secretary or a registered non-Hong Kong company’s authorized representative (or has not reported Hong Kong identity card or passport information to the Companies Registry), account association with the corporate founder member should be established first. For details on user registration and user account association, please refer to the Frequently Asked Questions on “Registration of User Account for e-Services” and respective demonstrations at the e-Services Portal.

Q4. What is the processing time for e-incorporation of a company?

Answer: For straightforward cases, a private company limited by shares can normally be incorporated electronically within 1 hour if the proposed company name does not require further consideration and approval by the Companies Registry, and other information in the e-incorporation form can pass the system validation. The company information will be made available for public inspection through the e-Services Portal.

Online applications for incorporation of a public company or a company limited by guarantee are subject to further processing by the staff of the Companies Registry.

Q5. How can I submit web forms and Articles of Association ("AA") at the e-Services Portal?

Answer: Individual Users who have subscribed to e-Filing Services can login the e-Services Portal and select [Incorporation > Local Company] to form a company limited by shares or a company

not limited by shares. You can input the required data in the web form and complete the incorporation and business registration process.

Sample AA for private companies limited by shares, public companies limited by shares and companies limited by guarantee are provided at the e-Services Portal. The mandatory information (e.g. company name, capital and initial shareholdings) provided in the web form will be automatically populated by the system into the mandatory provisions in the selected sample AA. You may also submit your own customized articles which should be in Adobe Portable Document format ("PDF") and its file size should not exceed 5 MB. Please ensure that the mandatory provisions are included in your customized AA.

Q6. Where can I view the sample AA provided by the Companies Registry?

Answer: You can visit the Companies Registry's website (www.cr.gov.hk) to view the sample AA. The documents are prepared in PDF file.

Q7. Are there any requirements on the format and file size for customized AA?

Answer: A customized AA should be submitted in PDF file and its file size should not exceed 5 MB. To ensure the quality of image records of documents which are made available for public search, the page margins of a customized AA should be set as Top: 1.27 cm; Bottom: 0.86 cm; Left: 1.06 cm; Right: 1.27 cm. Moreover, if the AA is converted into a PDF file through document scanning, you are advised to arrange for "black and white" scanning to produce a better image.

Q8. Why I need to provide contact telephone number in Hong Kong of the proposed company in the web Form NNC1 / NNC1G? Is it optional to provide? If there is any subsequent change, what should I do?

Answer: In addition to email address, the presentor can provide the contact telephone number of the proposed company in Hong Kong as a further means to facilitate communication. You are advised to provide the contact telephone number in Hong Kong although it is optional. If there is any subsequent change in the contact telephone number, please notify the Companies Registry by completing Form NR1.

Q9. In the web Form NNC1 / NNC1G, I need to select the nature of proposed business from the drop-down list in the relevant field provided. Can I leave the code and / description of nature of proposed business blank? If the company proposes to carry on more than one category of business, what should I do?

Answer: Although it is optional to provide the nature of proposed business, you are advised to provide the information for future analysis. If the company proposes to carry on more than one category of businesses, please provide the major category.

Q10. As a company secretary, I am not a Trust or Company Service Provider (TCSP) Licensee and unable to provide the Licence Number, should I leave it blank in the web Form NNC1 / NNC1G?

Answer: Please tick the box "Not required to obtain a licence" and input the reason. However, if there is doubt as to whether it is necessary to obtain a licence or not, please visit the website of the Registry for Trust and Company Service Providers (the TCSP Registry) (www.tcsp.cr.gov.hk) for details of the licensing regime for TCSPs or approach the TCSP Registry for enquiry. Please seek independent legal advice on the matter, if necessary.

Q11. Can I state the China Identity Card number of the first director in the web Form NNC1 / NNC1G?

Answer: The Companies Ordinance requires a director to provide his/her Hong Kong Identity Card number or, in the absence of which, the number and issuing country/region of the passport. If the director holds neither a HKID nor a passport, you should input “NIL” in the relevant fields provided. As the China Identity Card number of director is not the specified particulars in the Form NNC1 / NNC1G under the Companies Ordinance, please do not report such information in the web form.

Q12. How can a founder member sign the e-incorporation form?

Answer: If the founder member is a **natural person**, he or she must register as an Individual User and has subscribed to e-Filing Services at the e-Services Portal to sign the web form.

If the founder member is a **body corporate**, its authorized officer (e.g. director, company secretary or authorized person) must be an Individual User and has subscribed to e-Filing Services. If the Individual User is not a director, company secretary or a registered non-Hong Kong company’s authorized representative (or has not reported Hong Kong Identity Card or passport information to the Companies Registry), account association with the corporate founder member should be established first so that the Individual User can sign the web form on behalf of the founder member.

The founder member can sign the e-incorporation form either with the password registered with the e-Services Portal, digital certificate or iAM Smart (linked up with the account).

Q13. I have checked that the particulars of founder member inputted in the Step 3 “Input Particulars of Founder Member / Director / Company Secretary” for the web Form NNC1 / NNC1G are correct, but when I click “Save & Next” button to go to next step for selecting the signatory to sign the Statement of Founder Member, the name of the Founder Member cannot be found in the drop-down list of relevant field. Why?

Answer: If the founder member is a **natural person**, please ensure that the particulars of the founder member inputted in Step 3 are the same as the user particulars registered with the e-Services Portal. The founder member may check his / her user particulars by selecting “User Account Maintenance > Change Particulars”.

If the founder member is a **body corporate**, please ensure that it has an authorized officer (e.g. director, company secretary or authorized person) who has registered as an Individual User and has subscribed to e-Filing Services. If the Individual User is not a director, company secretary or a registered non-Hong Kong company’s authorized representative (or has not reported Hong Kong Identity Card or passport information to the Companies Registry), account association with the corporate founder member should be established first.

Q14. How to sign the AA for e-incorporation? How to attest the signature(s) of founder member(s) in the AA?

Answer: There is no requirement under the Companies Ordinance for a witness to attest the signature(s) of founder member(s) in the AA nor a “signed” / “certified true” copy of the original signed AA be delivered for registration with the Registrar of Companies. A plain copy of AA with or without the part showing the signature(s) of the founder member(s) is accepted by the Companies Registry.

Q15. How can a first director sign and submit the Consent to Act as Director under e-incorporation?

Answer: If the first director is a **natural person**, he or she must be an Individual User who has subscribed to e-Filing Services. He/she can either sign the "Consent to Act as Director" in the web Form NNC1/NNC1G with the password registered with the e-Services Portal, digital certificate or iAM Smart (linked up with the account).

If the director is a **body corporate**, its authorized officer (e.g. director, company secretary or authorized person) must be an Individual User and has subscribed to e-Filing Services. If the Individual User is not a director, company secretary or authorized representative (for a registered non-Hong Kong company) (or has not reported Hong Kong Identity Card or passport information to the Companies Registry) of the corporate director, account association with the corporate director should be established first so that the Individual User can sign the Consent on its behalf.

Besides, the first director can submit the Consent to Act as First Director (Form NNC3) within 15 days after the date of incorporation of the company. Link(s) for retrieving the web Form NNC3 will be provided in the email notification on company incorporation sent to the message box and the registered email address of the presenter of the application. Directors (natural person) or the authorized representatives of directors (body corporate) who must be Individual Users and have subscribed to e-Filing Services may sign the web Form NNC3 with their passwords, digital certificates or iAM Smart (linked with the account) and submit the web form at the e-Services Portal. A manually signed Form NNC3 delivered to the Companies Registry in hard copy form will also be accepted.

If the Form NNC3 is not delivered within the statutory time period, the company, every responsible person of the company, and the founder member who signs the incorporation form commit an offence, and each is liable to a fine.

Q16. I have checked that the particulars of director inputted in the Step 3 "Input Particulars of Founder Member / Director / Company Secretary" for the web Form NNC1 / NNC1G are correct, but when I click "Add to List of Founder Member(s)/ Officer(s)" button to go to next step for selecting the signatory to sign the Consent to Act as Director, the system displays an error message indicating that user cannot be found. Why?

Answer: If the director is a **natural person**, please ensure that the particulars of the director inputted in Step 3 are the same as the user particulars registered at the e-Services Portal. The director may check his / her user particulars by selecting "User Account Maintenance > Change Particulars".

If the director is a **body corporate**, please ensure that it has an authorized officer (e.g. director, company secretary or authorized signatory) who has registered as an Individual User and has subscribed to e-Filing Services. If the Individual User is not a director, company secretary or authorized representative (for registered non-Hong Kong company) of the corporate director (or has not reported Hong Kong Identity Card or passport information to the Companies Registry), account association with the corporate director should be established first.

Q17. Can I print out the e-incorporation form and the selected sample AA and submit them for registration through the Shroff counters at the Companies Registry?

Answer: Hard copies of e-incorporation form and the selected sample AA which should be submitted at the e-Services Portal will not be accepted for filing at the Shroff counters of the Companies Registry.

You are advised to save the web form as PDF file and print the e-incorporation form and the selected sample AA for record purpose before submission of the application at the e-Services Portal.

Q18. How can I pay the fees for e-incorporation service?

Answer: You can make payment online by:

- (i) deduction from deposit account at the e-Services Portal;
- (ii) credit card (VISA/MASTER/JCB/UnionPay);
- (iii) digital wallet (Apple Pay/Google Pay); or
- (iv) PPS Shop&Buy Service.

If you wish to pay by credit card, you have to obtain the relevant secure code/password from the card issuing bank, as required.

For more details, please refer to Part B – Fees and Payment of the Frequently Asked Questions on "Registration of User Account for e-Services".

Q19. If the proposed company name can be accepted for registration in the preliminary checking of the e-incorporation form, can I pay the required fees for incorporation later?

Answer: As there is no provision for reservation of company names, you should pay the required fees as soon as the submission result of your e-incorporation application is displayed. Otherwise, the same proposed company name may be registered by another applicant.

Q20. How can I submit the incorporation forms in bulk?

Answer: You can submit the completed and signed e-incorporation forms in bulk using the [Incorporation > Document Submission > Bulk Submission] function.

Users must either have their own deposit accounts or shared company deposit account(s) at the e-Services Portal for payment of fees. Other payment methods (i.e. credit card (VISA/MASTER/JCB/UnionPay), digital wallet (Apple Pay/Google Pay) and PPS Shop&Buy Service) are not acceptable. After successful submission of web forms, a notification for receipt of bulk submission showing the submission results with payment details (if applicable) will be sent to the user's message box at the e-Services Portal and registered email address.

For details on maintenance of deposit accounts, please refer to Part B – Fees and Payment of the Frequently Asked Questions on "Registration of User Account for e-Services".

Q21. Must I also apply for business registration during the e-incorporation process?

Answer: Yes. A one-stop company incorporation and business registration service is implemented by the Companies Registry and the Inland Revenue Department.

The one-stop registration service is applicable to all applications for incorporation of local companies delivered in hard copy form or electronic form. Any person who applies for incorporation of a local company under the Companies Ordinance will be deemed to have made a simultaneous application for business registration. Users of the one-stop registration service are also required to submit a Notice to Business Registration Office (IRBR1) and pay the prescribed business registration fee and levy. The Registrar of Companies will issue the Business Registration Certificate on behalf of the Commissioner of Inland Revenue, together with the Certificate of Incorporation.

Q22. How can I get the Certificate of Incorporation and Business Registration Certificate? What is the format of the certificates?

Answer: Upon incorporation of a company, a Certificate of Incorporation and a Business Registration Certificate ("the Certificates") in electronic form (in PDF file) will normally be issued within 1 hour after submission of the application at the e-Services Portal. Email notifications for download of the Certificates will be sent to the message box and registered email address of the registered user who submits the application.

Electronic certificates will be kept in the e-Services 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.

Q23. Can I obtain paper Certificates of Incorporation and Business Registration Certificate for applications submitted through the e-Services Portal? Do the certificates in electronic form and hard copy form have the same legal effect?

Answer: For applications submitted through the e-Services Portal, Certificates of Incorporation and Business Registration Certificates ("the Certificates") will only be issued in electronic form. Certificates in electronic form or hard copy form (issued for application documents delivered to the Companies Registry in hard copy form) have the same legal effect.

You may order a certified copy of the Certificate of Incorporation at a fee at the e-Services Portal.

You may order a certified copy/duplicate of the Business Registration Certificate at a fee online at GovHK (www.gov.hk/br) 2 days after the date of issue of the Certificate of Incorporation.

Q24. The Business Registration Certificates issued via the Companies Registry do not contain Payment Instructions at the back. Will this affect their validity?

Answer: No. The validity of Business Registration Certificates will not be affected by whether Payment Instructions are printed on the back page of the certificates.

Q25. If my company is incorporated at the e-Services Portal, does it mean that my company must deliver other documents in electronic form after incorporation?

Answer: No. The company may deliver specified forms or documents either in hard copy form or in electronic form at the e-Services Portal.

If your company intends to submit specified forms or documents electronically, authorized officer (e.g. director, company secretary or authorized person) of your company must be an Individual User who has subscribed to e-Filing Services. If the Individual User is not a director, company secretary or authorized representative (for a registered non-Hong Kong company) (or has not reported Hong Kong Identity Card or passport information to the Companies Registry), account association with the company should be established first. For more details, please refer to the Frequently Asked Questions on "Registration of User Account for e-Services" and "e-Filing Services for Documents Delivered Under Various Ordinances" and the respective demonstrations at the e-Services Portal.

Q26. If a web form needed to be amended after signing, should the web form be signed again?

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

In case the web form or a particular section thereof is required to be amended, the presenter of document has to remove all the signatures of the web form and the input fields in the web

form will become editable and changes can be made accordingly. After amendment, the web form is required to be signed by the signatory again to confirm the changes.

Q27. Can I download the completed web Form NNC1 / NNC1G from the e-Services Portal to my computer for submission of a similar transaction in the future?

Answer: No. You cannot download the web Form NNC1/NNC1G from the e-Services Portal to your computer. If you intend to save the submitted web Form NNC1/ NNC1G as a template to do a similar transaction, please click “Save this application as Template” button at Step 7 “Payment & Acknowledgement”. You may access the saved template(s) for use under “Incorporation > Document Submission > Maintain My Templates” section.

Q28. How can the data inputted in an e-Form NNC1 / NNC1G at the e-Registry be migrated to the web Form NNC1 / NNC1G at the e-Services Portal after its launch on 27 December 2023?

Answer: Data inputted in the e-Form NNC1 / NNC1G at the e-Registry cannot be migrated to the web Form NNC1/NNC1G at the e-Services Portal. Please use the new web form at the e-Services Portal.

December 2023