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## **Hong Kong Company Incorporation Package #HKLC02 Company Secretary and Designated Representative**

*Unless otherwise indicated, the Hong Kong company stated in this quotation refers to a private company limited by shares formed and incorporated in Hong Kong in accordance with the Hong Kong Companies Ordinance.*

*This package comes with Company Secretary and Designated Representative. This is for entrepreneurs who can provide their own registered office.*

### **Summary**

Our fees for the formation and registration of a private company limited by shares Hong Kong are HKD9,700. The fees quoted include the provision of a named company secretary and designated representative for one year and the payment of official filing fees to the Hong Kong Government.

For the purpose of registration of a Hong Kong company, client needs to provide the proposed name of the company, the amount of registered capital, identity proof, such as Hong Kong identity card or passport or Certificate of Incorporation, and address proof, such as utility bill or address of registered office, of each person who will be the shareholder and director, and the address of the registered office.

The registration of a private company limited by share in Hong Kong can be completed within the same day, if both the shareholder and director are Hong Kong residents or Hong Kong registered company. If the shareholder and/or director is another corporation registered somewhere else, the whole process could take up to 5 working days.

If so requested, Kaizen can help client to open a bank account in Hong Kong or Singapore for the new Hong Kong company. our fees for this service are HKD4,500. In any case when the bank turns down our application and that the bank account cannot be opened successfully, client has the choices of having Kaizen try a second bank or have half of the fees refunded.

If the business to be carried out in Hong Kong requires extra licence or permit, we can help apply for such licence or permit and our fees will be quoted upon request.

## 1. Hong Kong Company Registration Fees

- (1) Hong Kong Company Pre- & Post- Incorporation
  - (a) Name availability check
  - (b) Preparation of Articles of Association and other incorporation documents
  - (c) Professional service fees and government fees for the incorporation and first year business registration
  - (d) Submit the incorporation documents to the Companies Registry
  - (e) Collection of Certificate of Incorporation and Business Registration Certificate (valid for one year) from the Companies Registry once the company is duly incorporated;
  - (f) Preparation of compliance corporate kit, including corporate seal, share certificates, register and minutes book
  - (g) Minutes of first board meeting/Written resolution

- (2) Corporate Secretarial Service

Kaizen acts as the named Company Secretary for your Hong Kong company to comply with filing requirements of the Companies Ordinance.

- (a) Companies Registry (CR) Compliance Alert & Reminders
- (b) Named Company Secretary registered with CR for 12 months
- (c) Preparation and filing of Annual Return

- (3) Designated Representative

Kaizen or one of its associated company will act as the designated representative of the client's Hong Kong company for one year. The responsibilities of the designated representative include updating and maintaining the Significant Controller Register and liaison and providing assistance relating to the company's SCR to a law enforcement officer.

**Total Fees: (1) + (2) + (3) = HKD9,700**

All fees quoted are exclusive of delivery charge, if any.

## 2. Payment Terms and Methods

Upon receipt of your order, we will issue an invoice to you for your settlement. We require full payment in advance. We currently only accept Hong Kong Dollar check, cash or TT and credit card through Paypal.

If China or Taiwan official tax invoice is required, Value-Added Tax or Business Tax at the prevailing rate in the respective jurisdiction will be charged.

### **3. Basic Structure of a Hong Kong Private Company**

The minimum requirements of a Hong Kong company are as follows:

- One shareholder, one director, one company secretary and one registered office
- Shareholder can be natural person or corporation and no restrictions on nationality
- Director can also be another corporation and no restrictions on the nationality; however, at least one natural person be appointed as director
- Shareholder can be appointed as director
- Company secretary can be a Hong Kong resident or company; director can also act as company secretary provided that there are two or more directors
- A Hong Kong must designate a Hong Kong local resident as its designated representative
- Minimum share capital is HKD1; unless otherwise advised, a company will be incorporated with a share capital of HKD10,000 and 10,000 shares
- The registered office must be located in Hong Kong

### **4. Step by Step Guide to Register Your Hong Kong Company through Kaizen**

The procedures stated below apply to situation where Kaizen is engaged to handle the registration of the Hong Kong company:

- (1) Clients place an order for incorporation with Kaizen and provide the documents and information listed in Section 6 to Kaizen by email or fax or post. Advance payment should be settled at the same time.
- (2) Kaizen performs a name availability search in the Register of Companies maintained by the Hong Kong Companies Registry and confirm with clients whether the proposed company name(s) is/are available for registration or not.
- (3) After confirmation of the availability of the proposed name, Kaizen then prepares incorporation documents;
- (4) Kaizen then arranges to have the documents signed by the directors and shareholders. Please note for online registration, the incorporation documents will be submitted to the Companies Registrar without physical signature.
- (5) Kaizen then files duly signed incorporation documents with the Companies Registrar for registration. After 5 working days, Kaizen collects the Certificate of Incorporation and Business Registration Certificate from the Companies Registry.
- (6) Kaizen now proceeds to place an order for manufacturing of company seal and chops and printing of Articles of Association (the whole set of documents together is known as company kit).

- (7) Kaizen arranges to deliver to you the Company Kit. The whole registration process is then completed. All the documents evidencing the legal existence of the Company is contained in the Company Kit and those items are what we returned to you after the Company is duly registered.

## 5. Time Frame to Incorporate

Generally, the incorporation process can be completed within 2 working days. If the proposed shareholders and directors of the company is a corporate entity, it would be completed within 6 working days. The date is counted from receipt of duly signed the incorporation documents by the Companies Registry.

Step	Description	Time
1	Kaizen receives the duly signed original incorporation documents from client	Day 1
2	Kaizen delivers the duly signed incorporation documents to Companies Registry to apply for Certificate of Incorporation	Day 1
3	Companies Registry issues the Certificate of Incorporation	Day 2
5	Registration completed and company kit delivered to client	Day 4

## 6. Materials Required for Incorporation of Hong Kong Company

Client needs to provide the following documents and information to Kaizen by email or fax or post for purpose of incorporation:

- (1) Proposed company name (Hong Kong Company Names Guidelines), either in English only or Chinese only or both;
- (2) One photocopy of passport (or identity card for Hong Kong resident) and residential addresses proof (such as utility bill or telephone bill) in respect of each shareholder; if shareholder is another corporation, please provide Certificate of Incorporation and registered office;
- (3) One photocopy of passport (or identity card for Hong Kong resident) and residential addresses proof (such as utility bill or telephone bill) in respect of each director; if director is another corporation, please provide Certificate of Incorporation and registered office;
- (4) Amount of share capital, percentage of shareholdings if more than one shareholder. Unless otherwise advised, the amount of issued capital will be HKD10,000 (10,000 shares) if there is only one shareholder;
- (5) The address of the registered office of the new company;
- (6) Basic background information of the new company, such as the principal business activities, the products to be traded or services to be provided, the location of suppliers and customers, the expected turnover of the first year etc.

- (7) A duly completed incorporation order form (including Know Your Client Form) (to be provided by Kaizen);
- (8) A copy of Hong Kong identity card and residential address proof of the person to be acting as the designated representative, if Kaizen is not being engaged for the designated representative service.

The identification and address proof listed above must be certified by a staff of Kaizen, or by a CPA, lawyer, attesting officer or a bank manager.

## 7. Registration Documents Returned to Client after Registration

After the company is officially registered, Kaizen will return the following documents and materials for retention:

- (1) Original copy of Certificate of Incorporation;
- (2) Original copy of Business Registration;
- (3) 10 printed copies of Articles of Association;
- (4) 20 copies of share certificate;
- (5) One statutory book (members register, directors register and secretaries register);
- (6) A Significant Controller Register
- (7) One company chop and one Common Seal;
- (8) A set of activation documents

## 8. Annual Maintenance

After a company is officially registered in Hong Kong, it is required to comply with the maintenance requirements such as holding annual general meeting, updating books of accounts, auditing of financial statements and filing of tax returns. Our fees for some of these services are determined by the nature of business and volume of transactions. The fees listed in the table below represent the minimum maintenance costs that the owner of a Hong Kong company should budget for and are provided as a reference only and the actual costs could be higher.

*If you wish to obtain more information or assistance, please visit the official website of Kaizen CPA Limited at [www.bycpa.com](http://www.bycpa.com) or contact us through the following and talk to our professionals:*

**Email:** [info@bycpa.com](mailto:info@bycpa.com), [enquiries@bycpa.com](mailto:enquiries@bycpa.com)

**Tel:** +852 2341 1444

**WhatsApp/Line/Wechat:** +852 6114 9414, +86 1521 9432 644

**Schedule 1 – Hong Kong Company Maintenance Fees**

<b>Item</b>	<b>Description</b>	<b>Amount (HKD)</b>
	<b>Compliance Requirements with Fixed Fees</b>	
1	Business Registration Certificate renewal fee	2,250
2	Provision of Company Secretary	3,200
3	Provision of Registered Office	2,400
4	Provision of designated representative	1,200
5	Annual General Meeting	1,000
	Subtotal:	<b>10,050</b>
	<b>Compliance Requirements with Variable Fees</b>	
6	Updating books of accounts (assuming a monthly fee of HKD800 is to be charged)	9,600
7	Financial statements statutory audit (assuming trading company with a turnover of less than HKD5,000,000)	8,000
8	Tax computation and filing of profits tax return	1,600
9	Filing of Employer’s Return (per employee)	600
	Sub-total:	19,800
	<b>TOTAL:</b>	<b>29,850</b>

**For a more detailed description of the compliance requirements and the related costs, please refer to our another memorandum titled “[Hong Kong Private Company – Compliance and Maintenance Fees Schedule](#)”.**