



公司註冊處
Companies Registry

開放式基金型公司－
有償債能力證明書
Open-ended Fund Company –
Certificate of Solvency

表格 **OFCW1**
Form

商業登記號碼
Business Registration Number

註 Note

1 公司名稱 Company Name

2 本證明書是關於－

This Certificate relates to —

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

☐

上述開放式基金型公司
the above Open-ended Fund Company

☐

上述開放式基金型公司的子基金
a sub-fund of the above Open-ended Fund Company

子基金名稱 Name of the sub-fund

4

提交人資料 Presenter's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

3 證明書 Certificate

我們現證明 —

We hereby certify that —

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

- (a) 按照《公司(清盤及雜項條文)條例》(第 32 章)第 233(1) 條和《證券及期貨(開放式基金型公司)規則》(第 571AQ 章)第 177 條及 188 條，我們已對上述開放式基金型公司／上述子基金* 的事務作出全面查訊，從而得出結論，認為開放式基金型公司／該子基金* 將能夠在自動清盤開始之時起計不超過 12 個月的一段期間內，悉數償付其債項。

In accordance with section 233(1) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) and rules 177 and 188 of the Securities and Futures (Open-ended Fund Companies) Rules (Cap. 571AQ), we have made a full inquiry into the affairs of the above open-ended fund company/the above sub-fund* , and that, having so done, we have formed the opinion that the open-ended fund company/the sub-fund* will be able to pay its debts in full within a period not exceeding 12 months from the commencement of the winding up.

- (b) 附表一載有上述開放式基金型公司／該子基金* 在本證明書發出前在切實可行範圍內最近期的資產負債表。

Schedule 1 is the Statement of Assets and Liabilities of the above open-ended fund company /the sub-fund* as at the latest practicable date before the issuing of this Certificate.

6	姓名 Name : _____ 董事 Director	簽署 Signed : _____	日期 Date : _____ 日 DD / 月 MM / 年 YYYY
	姓名 Name : _____ 董事 Director	簽署 Signed : _____	日期 Date : _____ 日 DD / 月 MM / 年 YYYY
	姓名 Name : _____ 董事 Director	簽署 Signed : _____	日期 Date : _____ 日 DD / 月 MM / 年 YYYY
	姓名 Name : _____ 董事 Director	簽署 Signed : _____	日期 Date : _____ 日 DD / 月 MM / 年 YYYY
	姓名 Name : _____ 董事 Director	簽署 Signed : _____	日期 Date : _____ 日 DD / 月 MM / 年 YYYY

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

Statement of Assets and Liabilities
of the open-ended fund company/ the sub-fund* as at

日 DD	月 MM	年 YYYY

(a)

(b)

† 請註明貨幣單位(例如：港元、美元)

**《證券及期貨(開放式基金型公司)規則》(第 571AQ 章)第 177 及 188 條和
《公司(清盤及雜項條文)條例》(第 32 章)
第 233(1)條規定交付的**

開放式基金型公司 — 有償債能力證明書

填表須知 — 表格 OFCW1

附註

引言

1. 凡有建議將一間開放式基金型公司／該公司的一個子基金自動清盤，開放式基金型公司的董事或(如該公司有多於兩名董事)過半數的董事可在董事會議上發出一份有償債能力證明書，證明開放式基金型公司／該子基金有償債能力。本表格是用以發出該證明書。在符合《公司(清盤及雜項條文)條例》第 233(1A)條的情況下，每名董事可在董事會議以外的其他場合分別發出證明書。
2. 本證明書除非符合以下條件，否則無效—
 - (a) 本證明書是在緊接開放式基金型公司／該公司的子基金通過清盤特別決議的日期前的 5 個星期內發出，或是在該日期但先於該決議通過之時發出；及
 - (b) 本證明書並不遲於該特別決議交付公司註冊處處長(「處長」)的日期交付處長登記。
3. 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。以手寫方式填寫的表格或不會被公司註冊處接納。
4. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格不會視作曾為遵從《公司(清盤及雜項條文)條例》中有關條文的規定而交付處長。

簽署

6. 本表格必須由公司的董事簽署。所填報的董事姓名必須與公司註冊處的紀錄相同。公司註冊處不接納未簽妥的表格。

商業登記號碼

7. 請填報由稅務局轄下的商業登記署所發出的商業登記號碼(即商業登記證號碼的首 8 位數字)，「-」後的數字無須填寫。

OPEN-ENDED FUND COMPANY – CERTIFICATE OF SOLVENCY

For the purposes of rules 177 and 188 of
Securities and Futures (Open-ended Fund Companies) Rules (Cap. 571AQ) and
section 233(1) of Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32)

Notes for Completion of Form OFCW1

Introduction

1. When it is proposed to place an open-ended fund company/a sub-fund of the open-ended fund company in voluntary winding up, the directors of the open-ended fund company or, in the case of the open-ended fund company having more than two directors, the majority of the directors may, at a meeting of the directors, issue a Certificate of Solvency certifying that the open-ended fund company/the sub-fund is solvent. This form should be used for issuing such Certificate. Provided that section 233(1A) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance is complied with, the directors may each issue separate Certificates of Solvency other than at a meeting of the directors.
2. The Certificate of Solvency shall have no effect unless —
 - (a) it is issued within the 5 weeks immediately preceding the date of the passing of the special resolution for winding up the open-ended fund company/sub-fund of the open-ended fund company or on that date but before the passing of the resolution; and
 - (b) the Certificate is delivered to the Registrar of Companies (the Registrar) for registration not later than the date of delivery of the special resolution to the Registrar.
3. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
4. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
5. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form will not be regarded as having been delivered to the Registrar in satisfaction of the relevant provision of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

Signature

6. This form must be signed by the directors of the open-ended fund company. Please note that the names of the directors given under this Section **must be** identical to the names kept in the Companies Registry's record. A form which is not properly signed will be rejected by the Companies Registry.

Business Registration Number

7. Please provide the business registration number (i.e. the first 8 digits of the Business Registration Certificate number) issued by the Business Registration Office of the Inland Revenue Department. The numbers after [-] are not required.