

**COMPANIES (FEES) (AMENDMENT)  
REGULATIONS 2009**

*(Legal Notice 14 of 2009)*

*Cap. 122*      **MADE** by the Governor under section 224 (b) of the Companies Ordinance

*Citation*            **1.** These Regulations may be cited as the Companies (Fees) (Amendment) Regulations 2009.

*Replacement of the Schedules I, II and III to Companies (Fees) Regulations*      **2.** Schedules I, II and III to the Companies (Fees) Regulations are revoked and replaced by the following new Schedules -

**SCHEDULE I**

*(Regulation 2)*

**FEES PAYABLE BY COMPANIES  
OTHER THAN EXEMPTED COMPANIES**

The fees payable by a Company other than an exempted Company shall be as follows:

1. Upon the filing of the memorandum and articles of association of the Company (section 25(4) of the Ordinance)—
  - (a) Where the nominal share capital does not exceed \$50,000 ..... \$300
  - (b) Where the nominal share capital exceeds \$50,000 but does not exceed \$100,000 ..... \$450
  - (c) Where the nominal share capital exceeds \$100,000 but does not exceed \$750,000 ..... \$550
  - (d) Where the nominal share capital exceeds \$750,000 but does not exceed \$2,000,000 ..... \$1,050
  - (e) where the nominal share capital exceeds \$2,000,000 ..... \$2,050
2. Upon the filing of the annual list of members (section 39 (1) of the Ordinance) ..... \$300

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## SCHEDULE II

(Regulation 3)

### FEES PAYABLE BY PROPOSED EXEMPTED COMPANIES AND EXEMPTED COMPANIES

The fees payable by proposed exempted companies and exempted companies shall be as follows:

1. Subject to paragraph 2, upon applying for registration as an exempted Company (section 184 of the Ordinance)—
  - (a) where the nominal share capital does not exceed \$5,000 \$150
  - (b) where the nominal share capital exceeds \$5,000 but does not exceed \$50,000 \$150 and one *per centum* of the amount by which the nominal share capital exceeds \$5,000
  - (c) where the nominal share capital exceeds \$50,000 but does not exceed \$100,000 \$600 and one-half of one *per centum* of the amount by which the nominal share capital exceeds \$50,000
  - (d) where the nominal share capital exceeds \$100,000 but does not exceed \$1,000,000 \$850 and one-tenth of one *per centum* of the amount by which the nominal share capital exceeds \$100,000
  - (e) where the nominal share capital exceeds \$1,000,000 \$2,000
2. Notwithstanding paragraph 1, where application for registration as an exempted Company is made by a foreign Company under section 205 of the Ordinance, the fee payable by such Company shall be \$200.
3. Annual fees pursuant to section 188 of the Ordinance—
  - (a) from the first day of January 1994 an exempted Company registered between 1 January and 30 June in any year shall pay the first annual fee of \$350 not later than 31 January of the first year following the year of its registration;
  - (b) from the first day of January 1994, an exempted Company registered between 1 July and 31 December in any year shall pay the first annual fee of \$350 not later than 31 January of the second year following the year of its registration;
  - (c) except as provided in subparagraphs (a) and (b), and subject to subparagraph (d) of this paragraph, every exempted Company shall pay an annual fee of \$350 not later than 31 January in each year;
4. Where an exempted Company does not pay its annual fee until after 31<sup>st</sup> March in that year, the penalty fee in addition to the exempted Company's annual fee under paragraph 3, shall be \$200.

5. Upon the filing of an application for continuation , the fee shall be \$500.

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### SCHEDULE III

*(Regulation 4)*

#### FEES PAYABLE BY ALL COMPANIES

1. There shall be payable by every Company, upon the filing of a notice of increase of the amount of its nominal share capital, a fee of such amount as is equivalent to the difference between—

(a) in the case of a Company other than an exempted Company—

(i) the fees which would have been payable by the Company under subsection (4) of section 25 of the Ordinance had the memorandum of association of the Company, showing the amount of its nominal share capital as increased, been filed on the date on which the notice was filed; and

(ii) the fee which would have been payable by the Company under that subsection had the memorandum of association of the Company, showing the amount of its nominal share capital before the increase, been filed on the date on which the notice was filed;

(b) in the case of an exempted Company—

(i) the fee which would have been payable under section 184 of the Ordinance by the Company, as proposed, upon application for registration as an exempted Company, had the application been made on the date on which the notice was filed and the memorandum of association of the Company, as proposed, shown, on that date, the amount of its nominal share capital as increased; and

(ii) the fee which would have been payable under that section by the Company, as proposed, upon application for registration as an exempted Company, had the application been made on the date on which the notice was filed and the memorandum of association of the Company, as proposed, shown, on that date, the amount of its nominal share capital before the increase (section 43(2) of the Ordinance).

2. There shall be payable a fee of \$2,500 by every Company applying for the Registrar's authorisation under section 30C(2) of the Ordinance.

3. There shall be payable a fee of \$50 for the provision of information pursuant to section 49(4) of the Ordinance.

4. There shall be payable by every Company applying for certification of documents whether under hand or under seal-

- (a) where the total number of pages to be certified does not exceed 20 pages, a fee of \$50;
- (b) where the total number of pages to be certified exceeds 20 pages, a fee of \$100.

5. There shall be payable by every Company, applying for a certificate of good standing, a fee of \$50.

6. There shall be payable by every Company, applying to amend or alter its memorandum of association a fee of \$100.

7. There shall be payable by every Company, on the voluntary winding up of that Company, a fee of \$250.

8. There shall be payable by every Company, upon the filing of non-statutory document, a fee of \$50.

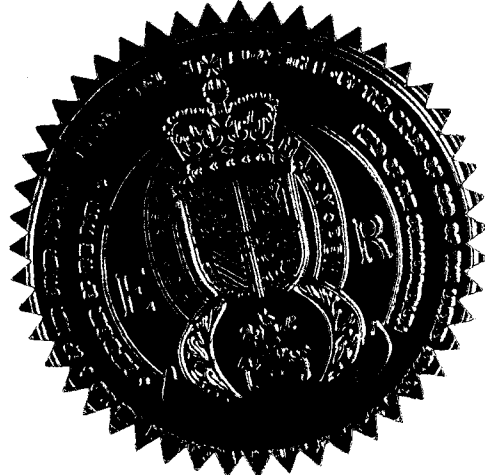
9. There shall be payable by every Company a fee of \$50 for every submission for the filing of-

- (a) change of directors;
- (b) change of secretaries; or
- (c) change of shareholders.

10. There shall be payable by every Company, for the filing of conversion, an administrative fee of \$200 (not including any fee that may be charged in relation to the value of the nominal capital where applicable).

MADE this *3rd* day of September 2009

  
GORDON WETHERELL  
GOVERNOR



**EXPLANATORY NOTE**

*(This note is not part of the Regulations)*

These regulations seek to increase the fees set out in Schedules I, II and III to the Companies (Fees) Regulations.