

編號 2161907  
No. \_\_\_\_\_



公 司 註 冊 處  
COMPANIES REGISTRY

公 司 註 冊 證 明 書  
**CERTIFICATE OF INCORPORATION**

\*\*\*

本人謹此證明  
**I hereby certify that**

Yintai Hongkong Development Co., Limited  
銀泰香港發展有限公司

於 本 日 根 據 香 港 法 例 第 622 章 《 公 司 條 例 》  
**is this day incorporated in Hong Kong under the Companies Ordinance**  
在 香 港 成 立 為 法 團 ， 此 公 司 是 一 間  
**(Chapter 622 of the Laws of Hong Kong), and that this company is**  
有 限 公 司 。  
**a limited company.**

本 證 明 書 於 二 〇 一 四 年 十 月 二 十 九 日 發 出 。  
**Issued on 29 October 2014 .**

.....  
香港特別行政區公司註冊處處長鍾麗玲

Ms Ada L L CHUNG

**Registrar of Companies**  
**Hong Kong Special Administrative Region**

註 Note :

公司名稱獲公司註冊處註冊，並不表示獲授予該公司名稱或其任何部分的商標權或任何其他知識產權。

Registration of a company name with the Companies Registry does not confer any trade mark rights or any other intellectual property rights in respect of the company name or any part thereof.

請沿虛線剪下並將有效的商業/分行登記證展示在營業地點。

Please cut along the dotted line and display the valid business/branch registration certificate at business address.

|  |   |  |   |                           |
|--|---|--|---|---------------------------|
| 正本<br>ORIGINAL   | 表格 2 FORM 2<br>《商業登記條例》(第 310 章)<br>BUSINESS REGISTRATION ORDINANCE (Chapter 310)<br>《商業登記規例》<br>BUSINESS REGISTRATION REGULATIONS<br>商業 / 分行登記證 Business / Branch Registration Certificate |  |   | [第 5 條]<br>[regulation 5] |
| 複本<br>DUPLICATE  |   |  |   |                           |
| 業務 / 法團所用名稱<br>Name of Business/<br>Corporation                      | 銀泰香港發展有限公司<br>YINTAI HONGKONG DEVELOPMENT CO., LIMITED  |  |   |                           |
| 業務 / 分行名稱<br>Business/<br>Branch Name                                | *****<br>*****  |  |   |                           |
| 地址<br>Address  | FLAT C 9/F WINNING HSE<br>NO.72-74 WING LOK ST SHEUNG<br>WAN<br>HONG KONG   |  |   |                           |
| 業務性質<br>Nature of Business   | CORP  |  |   |                           |
| 法律地位<br>Status   | BODY CORPORATE  |  |   |                           |
| 生效日期<br>Date of Commencement   | 屆滿日期<br>Date of Expiry  | 登記證號碼<br>Certificate No.   | 登記費及徵費 (APP)<br>Fee and Levy                          |                           |
| 29/10/2014   | 28/10/2015  | 63997707-000-10-14-9   | \$2,250<br>(登記費 FEE = \$ 2,000)<br>(徵費 LEVY = \$ 250) |                           |
| 請注意下列《商業登記條例》的規定：  |   | Please note the following requirements of the Business Registration Ordinance:   |   |                           |
| 1. 第 6(6)條規定任何業務獲發商業登記證或分行登記證，並不表示該業務或經營該業務的人或受僱於該業務的僱員已遵從有關的任何法律規定。 |   | 1. Section 6(6) provides that the issue of a business registration certificate or a branch registration certificate shall not be deemed to imply that the requirements of any law in relation to such business or to the persons carrying on the same or employed therein have been complied with. |   |                           |
| 2. 第 12 條規定各業務須將其有效的商業登記證或有效的分行登記證於每一營業地點展示。                         |   | 2. Section 12 provides that valid business registration certificate or valid branch registration certificate shall be displayed at every address where business is carried on.   |   |                           |
| 機印所示登記費及徵費收訖。 RECEIVED FEE AND LEVY HERE STATED IN PRINTED FIGURES.  |   |  |   |                           |
| 23/10/2014   |   | 226632461  | \$2,250.00  |                           |
| IRDB101B (12/2010)   |   |  |   |                           |



公司註冊處  
Companies Registry

法團成立表格  
(股份有限公司)  
Incorporation Form  
(Company Limited by Shares)

表格  
Form

NNC1

註 Note

8 1 建議採用的公司名稱 Proposed Company Name

建議採用的公司英文名稱 Proposed English Company Name

Yintai Hongkong Development Co., Limited

建議採用的公司中文名稱 Proposed Chinese Company Name

銀泰香港發展有限公司

9 2 公司類別 Type of Company

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

☒

私人 Private

☐

公眾 Public

10 3 公司在香港的註冊辦事處的建議地址

Proposed Address of the Company's Registered Office in Hong Kong

FLAT C, 9/F, WINNING HOUSE, NO.72-74, WING

LOK STREET SHEUNG WAN, HONG KONG

HONG KONG

(本處不接納「轉交」地址或郵政信箱號碼 'Care of' addresses or post office box numbers are not acceptable)

11 4 電郵地址 Email Address

Your Receipt  
Companies Registry  
H.K.

4 提交人資料 Presentor's Reference

姓名 Name: ZW ACCOUNTING&SECRETARIES  
LIMITED  
地址 Address: FLAT C, 9/F, WINNING HOUSE, NO.72-74,  
WING LOK STREET SHEUNG WAN,  
HONG KONG

電話 Tel: 3174 7646 傳真 Fax: 3174 7694

電郵 Email:

檔號 Reference:

請勿填寫本:

23/10/2014 15:20:03

Submission No.: 226331913/20

CR NO.:

Sh. Form.: NNC1

Revenue Code

Amount(HKD)

03

\$1,425.00

24

\$295.00

Receipt No. Method Amount(HKD)

262260632464 Chq \$1,720.00

Total Paid \$1,720.00

**12 5 公司組成時的股本及最初的股份持有情況**

**Share Capital and Initial Shareholdings on the Company's Formation**

| 股份的類別<br>(如普通股／優先股等)<br>Class of Shares<br>(e.g. Ordinary/<br>Preference etc.) | 建議發行的<br>股份總數<br>Total Number of<br>Shares Proposed<br>to be Issued | 貨幣<br>Currency | 創辦成員認購的<br>股本總額<br>Total Amount of<br>Share Capital to be<br>Subscribed by<br>Founder Members<br>(a) | 建議發行的股份的<br>將要繳付或視為<br>已繳付的總款額<br>Total Amount to be<br>Paid Up or to be<br>Regarded as Paid Up<br>on the Shares<br>Proposed to be Issued<br>(b) | 建議發行的股份的<br>尚未繳付或視為<br>尚未繳付的總款額<br>Total Amount to<br>Remain Unpaid or to<br>be Regarded as<br>Unpaid on the Shares<br>Proposed to be Issued<br>(a) - (b) |
|--|---|----------------|--|--|---|
| Ordinary   | 10,000  | HKD            | 10,000   | 10,000   | 0   |
|  |   |                |  |  |   |
|  |   |                |  |  |   |
| 總值 Total   | 10,000  | HKD            | 10,000   | 10,000   | 0   |
|  |   |                |  |  |   |

**13 5A 股份所附帶的權利的詳情 Particulars of Rights Attached to Shares**

(只適用於發行超過一類股份的公司 Only applicable to company issuing more than 1 class of shares)

| 股份的類別<br>(如普通股／<br>優先股等)<br>Class of Shares<br>(e.g. Ordinary/<br>Preference etc.) | 附帶的權利的詳情<br>(包括表決權：在分派股息時參與該項分派的權利；<br>在分派股本時參與該項分派的權利；該類別股份是否屬可贖回股份等)<br>Particulars of Rights Attached<br>(Including voting rights; rights to participate in a distribution as respects dividends;<br>rights to participate in a distribution as respects capital; whether the shares are redeemable etc.) |
|--|--|
|  |  |

**14 6 創辦成員 Founder Members**

(如超過兩名創辦成員，請用續頁 A 填報 Use Continuation Sheet A if more than 2 founder members)

**1 中文姓名／名稱**  
Name in Chinese

言飛鵬

**英文姓名／名稱**  
Name in English

Yan Feipeng

**地址**  
Address

A Beijing dongdan minsheng

financial center building three layers

**國家／地區**  
Country／Region

CHINA

**認購的股本**  
Share Capital to be  
Subscribed

| 股份的類別<br>(如普通股／優先股等)<br>Class of Shares<br>(e.g. Ordinary／Preference etc.) | 建議向該成員發行的股份數目<br>Shares Proposed to be Issued to the Member |                |                     |
|--|---|----------------|---------------------|
|  | 總數<br>Total Number  | 貨幣<br>Currency | 總款額<br>Total Amount |
| Ordinary   | 10,000  | HKD            | 10,000              |
|  |   |                |                     |
|  |   |                |                     |
| 總值 Total   | 10,000  | HKD            | 10,000              |
|  |   |                |                     |

**2 中文姓名／名稱**  
Name in Chinese

**英文姓名／名稱**  
Name in English

**地址**  
Address

**國家／地區**  
Country／Region

**認購的股本**  
Share Capital to be  
Subscribed

| 股份的類別<br>(如普通股／優先股等)<br>Class of Shares<br>(e.g. Ordinary／Preference etc.) | 建議向該成員發行的股份數目<br>Shares Proposed to be Issued to the Member |                |                     |
|--|---|----------------|---------------------|
|  | 總數<br>Total Number  | 貨幣<br>Currency | 總款額<br>Total Amount |
|  |   |                |                     |
|  |   |                |                     |
|  |   |                |                     |
| 總值 Total   |   |                |                     |
|  |   |                |                     |

表格  
Form **NNC1**

15 7 首任公司秘書 **First Company Secretary**

(如超過一名公司秘書屬自然人或法人團體，請用續頁 B 填報 Use Continuation Sheet B if more than 1 company secretary is a natural person or a body corporate)

A. 公司秘書(自然人) **Company Secretary (Natural Person)**

中文姓名  
Name in Chinese

英文姓名 Name in English

姓氏  
Surname

名字  
Other Names

前用姓名  
Previous Names

別名  
Alias

中文 Chinese

英文 English

中文 Chinese

英文 English

香港通訊地址  
Hong Kong  
Correspondence  
Address

  
  
  


(本處不接納郵政信箱號碼 Post office box numbers are not acceptable)

電郵地址  
Email Address

身分證明 Identification

(a) 香港身分證號碼  
Hong Kong Identity Card Number

|  |  |  |  |  |  |  |  |  |     |
|--|--|--|--|--|--|--|--|--|-----|
|  |  |  |  |  |  |  |  |  | ( ) |
|--|--|--|--|--|--|--|--|--|-----|

(b) 護照  
Passport

|  |  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|--|
|  |  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|--|

簽發國家 Issuing Country

號碼 Number

20 B. 公司秘書(法人團體) **Company Secretary (Body Corporate)**

中文名稱  
Name in Chinese

香港中環會計秘書有限公司

英文名稱  
Name in English

ZW ACCOUNTING&SECRETARIES LIMITED

香港地址  
Hong Kong  
Address

FLAT C, 9/F, WINNING HOUSE, NO.72-74, WING  
LOK STREET SHEUNG WAN, HONG KONG  
HONG KONG

(本處不接納「轉交」地址或郵政信箱號碼 'Care of' addresses or post office box numbers are not acceptable)

電郵地址  
Email Address

公司編號 Company Number

1391702

**15 8 首任董事 First Directors**

**A. 董事(自然人) Director (Natural Person)**

(如超過一名董事屬自然人，請用續頁 C 填報 Use Continuation Sheet C if more than 1 director is a natural person)

中文姓名  
Name in Chinese 言飛鵬

英文姓名 Name in English

姓氏  
Surname

Yan

名字  
Other Names

Feipeng

前用姓名  
Previous Names

中文 Chinese

英文 English

別名  
Alias

中文 Chinese

英文 English

**21**

住址  
Residential Address

A Beijing dongdan minsheng

financial center building three layers

國家/地區  
Country/Region

CHINA

(本處不接納「轉交」地址或郵政信箱號碼 'Care of' addresses or post office box numbers are not acceptable)

**22**

電郵地址  
Email Address

**23**

身分證明 Identification

China ID No:130823197709249014

(a) 香港身分證號碼  
Hong Kong Identity Card Number

( )

(b) 護照  
Passport

-- --

簽發國家 Issuing Country

號碼 Number

**25**

**提示 Advisory Note**

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。  
All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.

**26**

**出任董事職位同意書 Consent to Act as Director**

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



本人同意在公司成立為法團時擔任其董事，並確認本人已年滿 18 歲。

I consent to be a director of the company on its incorporation and confirm that I have attained the age of 18 years.

簽署 Signed



出任董事職位同意書會於公司成立為法團的日期後 15 日內交付登記。

The Consent to Act as Director will be delivered for registration not later than 15 days after the date of incorporation of the company.

**8 首任董事 First Directors** (續上頁 cont'd)

**B. 董事(法人團體) Director (Body Corporate)**

(如超過一名董事屬法人團體，請用續頁 D 填報 Use Continuation Sheet D if more than 1 director is a body corporate)

中文名稱  
Name in Chinese

英文名稱  
Name in English

24

地址  
Address

  
  

國家／地區  
Country / Region

(本處不接納「轉交」地址或郵政信箱號碼 'Care of' addresses or post office box numbers are not acceptable)

22

電郵地址  
Email Address

公司編號 Company Number

(只適用於在香港註冊的法人團體 Only applicable to body corporate registered in Hong Kong)

25

**提示 Advisory Note**

所有公司董事均應閱讀公司註冊處編製的《董事責任指引》，並熟悉該指引所概述的董事一般責任。  
All directors of the company are advised to read 'A Guide on Directors' Duties' published by the Companies Registry and acquaint themselves with the general duties of directors outlined in the Guide.

26

**出任董事職位同意書 Consent to Act as Director**

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

☐

本人獲上述法人團體授權確認上述法人團體同意在公司成立為法團時擔任其董事。  
I, being authorized by the above body corporate, confirm that the body corporate consents to be a director of this company on its incorporation.

簽署 Signed : \_\_\_\_\_

法人團體的董事／公司秘書／獲授權人士\*  
Director / Company Secretary / Authorized Person of the Body Corporate\*

☐

出任董事職位同意書會於公司成立為法團的日期後 15 日內交付登記。  
The Consent to Act as Director will be delivered for registration not later than 15 days after the date of incorporation of the company.

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



**7 9 創辦成員陳述書 Statement of Founder Member**

本人現核證 I certify that :

- (a) 本人為公司的創辦成員或獲其授權人士(如創辦成員為法人團體)並獲其他創辦成員(如有的話)授權簽署本表格。  
I am a founder member of this company or an authorized person of a founder member, which is a body corporate (if applicable) and am authorized by the other founder members (if any) to sign this incorporation form.
- (b) 名列本表格內的每一名屬自然人的公司秘書通常居於香港。  
Each of the company secretaries named in this form who is a natural person ordinarily resides in Hong Kong.
- (c) 名列本表格內但未簽署「出任董事職位同意書」的每一名董事已同意在公司成立為法團時擔任其董事，每一名屬自然人的董事並且已年滿 18 歲。  
Each of the directors named in this form who has not signed the 'Consent to Act as Director' has consented to be a director of this company on its incorporation and each director who is a natural person has attained the age of 18 years.
- (d) 所有創辦成員已為《公司條例》第 67(1)(a) 條的目的而簽署公司的章程細則，並確認連同本表格交付的公司章程細則的文本的內容，與由所有創辦成員簽署的該等章程細則的內容相同。  
The company's articles have been signed by all founder members for the purposes of section 67(1)(a) of the Companies Ordinance. The contents of the copy of the company's articles delivered together with this form are the same as those of the articles signed by all founder members.
- (e) 本表格所載的資料、陳述及詳情均屬準確，並與公司的章程細則內的資料、陳述及詳情相符。  
The information, statements and particulars contained in this form are accurate and consistent with those contained in the company's articles.
- (f) 公司已遵守《公司條例》中就有關公司註冊的所有規定。  
All the requirements of the Companies Ordinance in respect of the registration of the company have been complied with.

本表格包括下列續頁 This Form includes the following Continuation Sheet(s)

| 續頁 Continuation Sheet(s) | A | B | C | D |
|--------------------------|---|---|---|---|
| 頁數 Number of pages       |   |   |   |   |

**7** 簽署 Signed:

姓名 Name : 言飛鵬 Yan Feipeng  
創辦成員 Founder Member

日期 Date : 20-10-2014  
日 DD / 月 MM / 年 YYYY