

# HONG KONG



**PRIVATE COMPANIES  
CORPORATE GOVERNANCE  
in accordance with  
NEW REQUIREMENTS**

## Hong Kong: New Companies Ordinance

✓ **The New Companies Ordinance**, which was passed by Legislative Council on July 12, 2012, consists of more than 900 sections and 10 schedules, provides a modernized legal framework for the incorporation and operation of companies in Hong Kong.

The main aim - to modernize Hong Kong's company law and further enhancing Hong Kong's status as a major international business and financial centre. The new Companies Ordinance is expected to commence operation during 2014 and also will effect on existing operating companies.

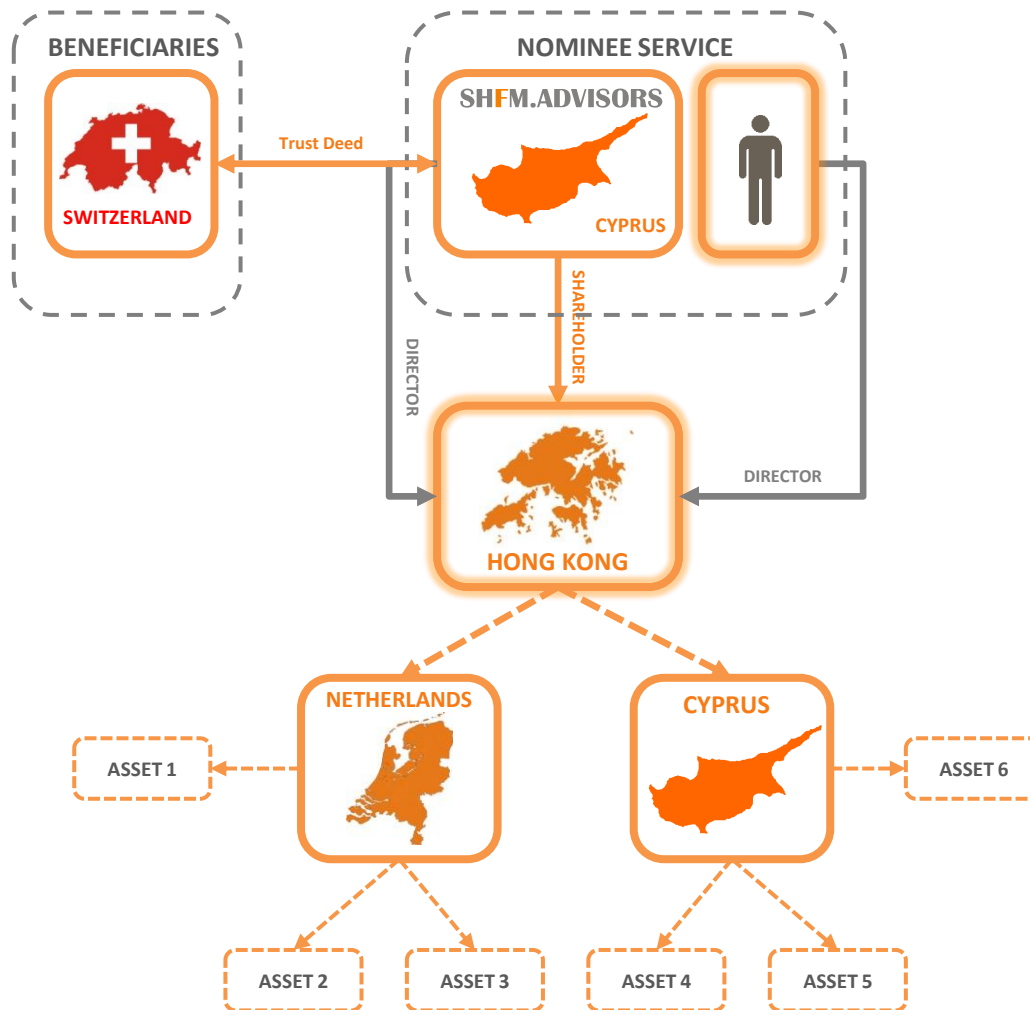
✓ **New measures to improve corporate governance:**

- **Strengthening the Accountability of Directors;**
- **Enhancing Shareholder Engagement in the Decision-Making Process;**
- **Fostering Shareholder Protection;**
- **Strengthening Auditors' Rights.**

**Restricting the appointment of corporate directors**  
by requiring **every private company** to have at least one **natural person to act as director**,  
to enhance transparency and accountability

**Operating companies which use**  
**nominee service for corporate director / shareholder must additionally hire**  
at least one **natural person** as a director of the company

# NOMINEE SERVICE in Hong Kong: new perspective



1. Beneficiaries conclude Trust Deed with NOMINEE SERVICE PROVIDER, under which beneficiaries are entitled to give instructions in respect of their property and earn income from it, and nominee shareholders / directors undertake to act under the instructions of the beneficiary and waive the right of disposal of shares.
2. NOMINEE SHAREHOLDER / DIRECTOR by order and at the expense of the beneficiaries may be a shareholder and / or director of the group companies for subsequent investments and other business activities.

- ✓ NO NEED TO HIRE individual directors - beneficiaries can control the activities of the entire group of companies, working ONLY WITH a SINGLE PROVIDER.
- ✓ NO DIRECT CORRELATION between the beneficiaries and companies/assets – HIGH LEVEL of CONFIDENTIALITY .
- ✓ NOMINEE SERVICE COST IS BY FAR BELOW the cost of hiring individuals to act as Directors - a flexible approach between service functional content and its cost.

# NOMINEE SERVICE: our approach



We conclude the Trust Deed with you and entering the duties of the Corporate Shareholder / Director, appoint a responsible officer as a Physical Director for your company in Hong Kong or other reliable jurisdiction in accordance with the selected service package:

1

950 EUR  
per annum

- ✓ 1 Nominee Corporate SHAREHOLDER for one year
- ✓ 1 Nominee Corporate DIRECTOR for one year
- ✓ Corporate Director will sign up to 4 contracts and up to 4 invoices during the year \*

2

1,950 EUR  
per annum

- ✓ 1 Nominee Corporate SHAREHOLDER for one year
- ✓ 1 Nominee Corporate DIRECTOR for one year
- ✓ 1 Nominee Physical DIRECTOR for one year
- ✓ Corporate Director will sign up to 6 contracts and up to 6 invoices during the year \*

3

4,900 EUR  
per annum

- ✓ 1 Nominee Corporate SHAREHOLDER for one year
- ✓ 1 Nominee Corporate DIRECTOR for one year
- ✓ 1 Nominee Physical DIRECTOR for one year
- ✓ Corporate Director will sign unlimited number of contracts and invoices per year

\* Signing of each additional contract / agreement - 100 EUR, each additional invoice - 50 EUR

## NOMINEE SERVICE: contemporary solutions

**SHF.M. ADVISORS LTD:** Actual solutions to **structure and protect your business and assets, private and public companies incorporation, funds and trust formation, trustee services and management, nominee director/shareholder service provider**

For our clients we also offer a wide range of corporate services - tax planning, accounting and auditing, the transit service for the payment of royalties and interest, reseller and service agent, support for opening personal and corporate accounts in Swiss private banks.

Please contact us for more information about our services:



Phone: +357 25 030 232

E-mail: [customer@shfm-advisors.com](mailto:customer@shfm-advisors.com)  
[www.shfm-advisors.com](http://www.shfm-advisors.com)