**澳門貿易投資促進局 “一站式” 服務**

**專責公證員成立公司的申請程序**

1. 根據第29/99號法令【澳門貿易投資促進局章程】第25條第1款a)項，透過使用本局的 “一站式” 服務，我們的專責公證員便會向投資者提供公證及公司登記服務。
2. 有關公司的設立，須繳交之費用包括公證費、印花稅、商業登記費及營業稅及其他相關證明費用等，為方便投資者，本局將預收上述之費用。程序如下:

2.1) 填寫 “有限公司章程” 及 “股東/行政管理機關成員” 身份資料表格

2.2) 預繳相關費用；申請商業名稱之許可\*

2.3) 與公證員預約時間，簽訂公司設立公證書；開業申報(營業稅-M/1)\*及申請商業登記\*

＊由本局代向商業登記局及財政局辦理。

 *註: 為更好地協助及跟進計劃，本局要求投資者提供關於「****在澳之初步投資計劃****」或「****投資意向之初步計劃 / 意向的內容摘要」****。*

**其他注意事項:**

1. 公司完成登記後，僱主應於新員工入職15天內，填報M/2申報表送交 **“財政局職業稅中心”**。(第2/78/M號法律)
2. 僱主負責辦理其本身及本地員工之登記，並於每年1、4、7、10月按季地向 **“社會保障基金”** 繳交前季度的供款。(第58/93/M號法令)
3. 公司於營業後，尚須設置財產清單簿冊、資產負債簿冊及議事錄。(第40/99/M號法令)

“One Stop Service” of the IPIM

Application Procedures for Notary Service and Company Registration

1. According to the statute of the Macao Trade and Investment Promotion Institute, DL 29/99, article 25 section 1 (a)**,** through the “One Stop Service” of IPIM, our notary provides a series of services and administrative procedures for company registration.
2. For establishing a company, fees include Notary’s fees, stamp duty, company registration fees, Industrial Tax and relevant certificates fees. To facilitate investors, an advance payment is preferable. Procedures:
	1. Fill up “M&A of private limited company” and “Shareholder/Administrator identification” forms
	2. Prepay relevant fees; authorization of trade name\*
	3. Make an appointment with IPIM Notary for signing Company Establishment Deed; Declaration of Commencement (Industrial Tax-M/1)\* and company registration\*

\*IPIM assists in the submission of application to the Commercial Registry and Finance Services Bureau on investors’ behalf.

*Note: For better assisting, IPIM requests investors to present their* ***“Initial Investment Plan in Macao”*** *or* ***“Summary of Investment Intention or Plan”***

Other Notice:

1. After completion of company registry, employers should fill M/2 form and submit it to the **“Finance Services Bureau- Professional Tax Centre”** within 15 days of any employment. (Law 2/78/M)
2. The employer is responsible for the enrolment of his own and for his workers to the **“Social Security Fund”**. Quarterly payment should be contributed in January, April, July and October of every year. (DL 58/93/M)
3. Company should file Fixed Asset Listing, Balance Sheet and Minutes Book after operation. (DL 40/99/M)

**有 限 公 司 章 程**

**Memorandum & Articles of the Private Limited Company**

|  |  |
| --- | --- |
| **(1)**  **有限公司** **Private Company** |  **一人有限公司 Single Shareholder Private Company** |
| **(2) 擬採用之公司名稱 Proposed Company Name:** |
| 第一 第一選擇 中文Chinese: |  |
| First choice 葡文Portuguese: |  |
| 英文English:  |  |
| 第一 第二選擇 中文Chinese: |  |
| Second choice 葡文Portuguese: |  |
| 英文English:  |  |
| **(3) 公司在本澳之註冊地址 Registered Company Address in Macau:** |
|  澳 門 Macau |  氹 仔 Taipa |  路 環 Coloane |
|  |
| 電話號碼Telephone no: |  | 傳真號碼Fax no: |  |
| **(4)公司所經營之業務 Scope of the Business:** |
| 主要Main: |  |
|  |  |
| **(5) 公司資本(澳門幣) Capital(MOP) :** |  |
| *\*註冊資本下限為澳門幣25,000元，不設上限。Minimum total share capital MOP25, 000.* |
| **(6) 股東姓名及出資額 (以澳門幣折算) Shareholders’ names and Subscribed capital (In MOP) :** |
| *\*每股的票面價值為澳門幣1,000或以上，且可被100整除。Each share per shareholder with minimum value MOP1,000, in multiples of MOP100.* |
| 股東姓名/Name of Shareholder  | 出資額(澳門幣)/Subscribed capital (MOP) |
|  |
|  |
|  |
|  |
| **(7) 將被委任之行政管理機關成員(董事) 姓名 Names of Administrators (Directors):** |
| 董事姓名/Name of Directors: |  |
| *(請以逗號分開書寫 Separated by commas)* |  |
|  |  |
|  |
| **(8) 行政管理機關(董事)之簽名方式 Forms of Signature :** |
| *\*指出由多少個或某個行政管理機關成員之簽名，方使公司負上責任。例：任一董事簽署或共同聯簽。Signatories on administrative board necessary to uphold the company’s legal responsibility. Example: Sign by anyone director or joint signature.* |
|  由任何一名行政管理機關成員簽署生效  由  名行政管理機關成員共同簽署生效 其他方式 (請詳述) Others (Please specify) : | Sign by anyone administratorRequire joint signatures of  administrators\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| **供參考及選擇的條款 The Terms are For Reference and Select Only：**(可選多於一項 can select more then one) 行政管理機關成員在執行其職務時得委托他人代理。 The Administrator can be represented in the exercise of their duties.  行政管理機關成員被允許以公司名義委任公司受權人。 The administrator can be acted on behalf of the company to appoint anyone as the representative of the company. (以下請單選 please select the most appropriate one only) 股在股東之間可以自由轉讓，但若轉讓予非股東，則須得到公司同意，因公司擁有優先權，股東則次之。 Shares can be freely transferable among the shareholders, the consent of the company is required if the shares are transferred to non-shareholders since the company has the first priority, follow by the shareholders.  股在股東之間可以自由轉讓，但若轉讓予非股東，股東擁有優先權。 Shares can be freely transferable among the shareholders. Shareholders have the first priority if the shares are transferred to non-shareholders. |
| **文書採用之語言Select Language:** |
|  中文 Chinese |  葡文 Portuguese |  |
|  需要翻譯，請註明翻譯之語言 Translation (Please specify the language): *\*翻譯員需自行提供 Please provide the Translator information* |  |

＊章程之內容，除上述之規定外，公司更須應遵守澳門商法典之規定。Except the above content of the Memorandum and Articles of Association, company is also regulated by the Commercial Code of Macao.

**申請人之聲明 ：** 本人/本公司 授權澳門貿易投資促進局，為處理申請在澳成立公司之目的而遞交的有限公司章程及有關附件或任何文件資料，在處理有關申請涉及其他政府部門的行政程序時，同意澳門貿易投資促進局將本人/本公司之有限公司章程及相關資料轉送有關的政府部門或機構跟進處理。

**Declaration:** For the purpose of set up company, I/The Company empower Macao Trade and Investment Promotion Institute, agree to transfer the Memorandum & Articles of the Private Limited Company and related documents to other government departments or organizations when the requirements of administrative procedures are involved.

**簽署 Signature:** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ **日期Date:**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\*申請人向本局提供的個人資料僅為商業登記之用。為此目的，有關文件及資料將按第8/2005號法律《個人資料保護法》的規定進行處理。非經法律規定的情況或經申請人事先同意，本局不向第三人披露有關資料。The personal data provided by the applicant is only for the purpose of business registration. The related documents and personal data will be processed in accordance with No.8/2005, the Law of Personal Data Protection. IPIM will not disclose any information to a third party or organizations unless is required by the law or with your prior consent.

**股東和/或行政管理機關成員身份資料**

Information of Shareholder Identification and / or Administrator

 **Shareholder股東**  **Administrator行政管理機關成員**

|  |  |  |  |
| --- | --- | --- | --- |
| **(1)姓名Name:** (中文Chinese) |  | 中文電碼: |  |
| (英/葡文English/Portuguese) |  |
| **(2)性別Sex:**  |  男 Male |  女 Female |

|  |  |  |
| --- | --- | --- |
| **(3)婚姻狀況Marital Status:** |  已婚 married |  未婚 single |
|  |  離婚 divorced |  鰥寡 widow; widower |
| **此欄只須股東填寫 For shareholders only:****※ 配偶姓名Name of the Spouse:** |
| 中文 In Chinese英/葡文 In English/Portuguese: |  | 中文電碼: |  |
|  |  |
| **※ 婚姻財產制度Matrimonial Property Regimes:** 取得共同財產制Community-Property of Acquired Assets Regime 一般共同財產制Community-Property Regime 分別財產制 Separate Property Regime 取得財產分享制Participation in Acquired Assets Regime |
|  其他(請詳述) Others (Please specify):  |  |
| **備註：若股東是已婚須聲明其婚姻財產制度並遞交配偶之身份證明文件副本及請提供其結婚證明/證明書副本。Shareholder should declare his/her own matrimonial property regimes if married, and submit the copies of the identification documents of spouse and marriage certificate.** |
| **(4)國籍Nationality:**  |  |
| **(5)住址Residence:** |  |
| 中文 In Chinese: |  |
| 英/葡文 In English/Portuguese: |  |
| **(6)所持身份證明文件Identity Document:** |
|  澳門居民身份證Macau Resident ID |
|  香港居民身份證Hong Kong Resident ID |
|  中華人民共和國居民身份證People’s Republic of China Resident ID |
|  護照Passport |
| 證件號碼Number: |  |
| 證件發出日期Date of Issue: |  |
| 證件簽發機關Issued by: |  |
|  |  |
| 備註Note： | 1. 上述資料請按證件提供填寫 Please provide information according to Identification Document
2. 中國發出的**“來往港澳通行證”**及外國發出的**“居留證”**，均不能視作身份證明文件Hong Kong Macao Border Pass of P.R.C. and Residency Permit do NOT consider as Identification Document.
3. 必需提交身份證明文件副本Copy of the Identification Document is necessary
4. **申請人之聲明 ：** 本人/本公司 授權澳門貿易投資促進局，為處理申請在澳投資一站式服務之目的而遞交的投資計劃及有關附件或任何文件資料，在處理有關申請涉及其他政府部門的行政程序時，同意澳門貿易投資促進局將本人/本公司之投資計劃及相關資料轉送有關的政府部門或機構跟進處理。For the purpose of set up company, I/The Company empower Macao Trade and Investment Promotion Institute, agree to transfer the Memorandum & Articles of the Private Limited Company and related documents to other government departments or organizations when the requirements of administrative procedures are involved.
 |

**簽署 Signature:**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ **日期Date:**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_