

HONG KONG INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

(Incorporated by the Professional Accountants Ordinance, Cap. 50)



APPLICATION FOR REGISTRATION OF A FIRM

For Office Use Only

Firm Name: _____

Name in Chinese, if any: _____

Firm Registration No.: _____

Formal approval given on: _____

Registration effective from: _____

IMPORTANT:

- Please read Notes carefully before completing this Form.
- Please complete all sections in BLOCK LETTERS and in BLACK.
- Personal Data (Privacy) Ordinance: All information provided in this form will be used by the Hong Kong Institute of Certified Public Accountants ("the Institute") for the purpose of exercising its powers under the Professional Accountants Ordinance ("PAO") and its subsidiary legislation (Cap 50) and administering or enforcing the relevant provision of the PAO and its subsidiary legislation, and for any other legitimate purposes as may be required, authorized or permitted by law. The Institute will also use the collected data in this form for statistical research and analysis, and for other uses internally.

The provision of personal data by means of this form is voluntary. However, insufficient information may result in rejection of an application. Data collected may be accessible by the Institute's officers, persons or committees processing registration and related matters. Please refer to the Institute's privacy policy and personal information collection statement on its website at: www.hkicpa.org.hk.

Unless otherwise agreed, hard copies of any documents containing your personal data that you provide to the Institute will become the property of the Institute and will not be returned to you. The Institute will destroy any documents it holds in accordance with its internal policy and applicable laws.

Under the Personal Data (Privacy) Ordinance, applicants have a right to request access to and correction of their personal data kept by the Institute. If you wish to exercise these rights, please email admission@hkicpa.org.hk or contact the Admission Department at (852) 2287-7228.

Section 1 – Proposed firm name: *(see Notes 2, 6.1 and 6.2)*

_____ (in English)

_____ (in Chinese, if any)

Section 2 – Details of proposed sole proprietor/ PC holder partner(s): *(see Notes 3, 6.4 and 7)**

<u>Full name in BLOCK letters</u>	<u>Membership no.</u>	<u>PC no.</u>	<u>Full/Part-time practice</u> <small><i>(see Note 3.2)</i></small>	<u>Personal signature</u> <small><i>(see Note 3.3)</i></small>	<u>Specimen signature of firm name</u>
Sole proprietor/ Senior partner: *					
_____	_____	_____	_____	_____	_____
Other practising partner(s):					
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

(Please use separate sheet, if necessary, duly signed by the proposed senior partner with the proposed firm name on each of the sheet(s) attached. Total no. of sheet(s) attached ____.)

Details of non-PC holder partner(s): *(see Notes 3.1, 6.5 and 7)*

<u>Full name in BLOCK letters</u>	<u>Membership no.</u>	<u>Full/Part-time practice</u>	<u>Personal signature</u>	<u>Specimen signature of firm name</u> <small><i>(for general purpose only)</i></small>
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

* Please delete as appropriate.

Section 3 – Details of authorised signatory (i.e. any CPA holding a current practising certificate, other than the sole proprietor/ practising partner(s) of the firm, who is/are authorised to sign on behalf of the firm):

<u>Full name in BLOCK letters</u>	<u>Membership no.</u>	<u>P.C. no.</u>	<u>Personal signature</u> <small>(see Note 3.3)</small>	<u>Specimen signature of firm name</u>
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

Section 4 – Details of registered office: (see Notes 4 and 6.3)

Address: _____ (in English)

_____ (in Chinese)

Tel. no.: _____ Fax no.: _____

Section 5 – Others:

Applications considered and approved by the Council in or after November each year will normally become effective on 1 January of the next calendar year. Applicants who wish to have their application to take effect from the current calendar year should indicate so by putting a "✓" in the following box: (see Note 7.3) #

Current year

Section 6 – Declaration (see Note 5.5)

I declare that the above information is true and complete to the best of my knowledge and belief.

I/We* waive all claims against the Hong Kong Institute of Certified Public Accountants for any loss or damage my/our* firm may suffer arising from this application.

Signature of the Proposed Sole Proprietor/ Senior Partner *

Date (dd/mm/yyyy)

Please put a "✓" in the appropriate box.

* Please delete as appropriate.

The completed application form should be returned with all supporting documents and appropriate fees by registered mail to:
The Registrar, Hong Kong Institute of Certified Public Accountants, 27th Floor, Wu Chung House, 213 Queen's Road East, Wan Chai, Hong Kong.

P.S. Applicants may also submit their applications by hand to the Institute's office at the above address during office hours.

HONG KONG INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

Application for registration of a firm Checklist for applicants

Processing of an application may be delayed/ rejected if it is not submitted together with the required payment/ supporting document(s) as detailed below. Incomplete application will be pending in this office for at most six months from the date of first receipt of the application by the Institute. It will be rejected for failure to provide appropriate payment and/or sufficient information for processing after the lapse of the six month grace period. An administration charge, as announced in the latest Fee Schedule posted in the Institute's website at www.hkicpa.org.hk, will be deducted from the refund in case an application is rejected by the Institute or is withdrawn by the applicant.

Please indicate items you have attached to your completed application Form RF-1 by putting a "✓" in the appropriate boxes below:

1. Payment and documents to be submitted by ALL applicants
 - Appropriate application and annual fees payable to the "Hong Kong Institute of Certified Public Accountants".
 - A letter of consent from the relevant party authorising the use of his/ her/ their premises as your registered office and the erection of a signboard at the entrance to the proposed registered office.
2. Additional documents to be submitted under the following situations
 - a. If the proposed sole proprietor/ practising partner(s) is/ are not a practising certificate holder:
 - Application for the issue of a practising certificate (Form R-4) along with appropriate payment and relevant supporting documents.
 - b. For registration of the name of an overseas/international accountancy practice registered outside Hong Kong as your proposed firm name:
 - Official letter of consent from the overseas/international accountancy practice giving its authorisation for you to register the firm name with the Institute.
 - Documentary proof, e.g. practising certificate/license, that the overseas/international accountancy practice is a registered practice under the jurisdiction of an accountancy body currently accepted by the Council. ^{Note ①}
 - Background information of the overseas/international accountancy practice concerned, including the latest contact details and partner/director composition.
 - Arrangements, if any, for you to act as the representatives of the overseas/international accountancy practice concerned in Hong Kong.
 - c. For registration of a non-personalised (trading) name:
 - A letter from the proposed sole proprietor/ senior partner providing the reason(s) for adopting such words/ characters and/or the meaning of the words/ characters to be used in the proposed English and/or Chinese firm name(s)
 - d. For the proposed sole proprietor/ partner(s) who will resign/ have resigned from the present/ last employment to practise on full time basis under the proposed firm name:
 - Documentary evidence to prove the effective date of your resignation from your current/ last employment and your written confirmation for not engaging in other full-time employment.
 - e. For registration of a non-PC holder partner
 - A letter from the proposed sole proprietor/ senior partner applying for exemption from Professional Accountants By-law 28(c) to practise in partnership with a person who is a non-practising member of the Institute, i.e. not a CPA (practising).

Signature: _____

Date: _____
(dd/mm/yyyy)

Name of the signer: _____
(Full name in BLOCK letters)

Note ①

Certification of documents – Applications should be supported by originals. If photocopy is provided, it must be certified as true copy by any of the following persons:

- a. A certified public accountant, i.e. HKICPA member. Full name with HKICPA membership no. should be provided on each of the document he/ she has certified for verification purpose.
- b. A legal practitioner. Full name with contact details should be provided for future communication.
- c. Government District Officer (through statutory declaration)
- d. Authorised staff of the Institute (only if originals are presented with photocopies for certification)

NOTES

PLEASE READ THESE NOTES CAREFULLY BEFORE COMPLETING **FORM RF-1**
(The Institute reserves the right to change, modify, add or remove any part of this application form without prior notice. Please check the Institute's website from time to time for the latest version.)

Note 1 – Registration of firms

The registration of firms is governed by sections 28A, 28B, 28C of the Professional Accountants Ordinance ("PAO") and Professional Accountants By-laws 28 and 29:

"Section 28A. **Registration of firm name**

- (1) A certified public accountant (practising) practising on his own account under a firm name shall apply to the Council for registration of the firm name under this Ordinance.
- (2) A firm of certified public accountants (practising) shall apply to the Council for registration of a firm name under this Ordinance.
- (3) No person shall practise -
 - (a) on his own account as a certified public accountant (practising) under a firm name; or
 - (b) in partnership as a firm of certified public accountants (practising), unless his firm name or, as the case may be, the firm in which he is a partner is registered under this Ordinance.
- (4) The Council may reject an application under subsection (1) or (2) if the firm name proposed to be registered -
 - (a) is the same as a firm name already registered;
 - (b) so nearly resembles a firm name already registered as to be likely to cause confusion; or
 - (c) is, in the opinion of the Council, misleading, offensive or otherwise contrary to the public interest.
- (5) A firm of certified public accountants (practising) shall not be qualified to be registered under subsection (2) unless all partners of the firm are certified public accountants and at least such proportion as the Council may from time to time prescribe of its partners is or are certified public accountant (practising) or certified public accountants (practising).
- (6) For the avoidance of doubt, it is hereby declared that a person other than the holder of a current practising certificate shall not be entitled to sign an audit report on behalf of a firm of certified public accountants (practising).

28B. **Application for registration of a firm**

Application for registration of a firm of certified public accountants (practising) under this Ordinance shall be made to the Council in such form as the Council may specify and there shall be lodged with the application such registration fee as may be fixed by the Council.

28C. **Provisions of sections 22, 23, 26, 27, 28, 39 and 41 to apply to firms and firm names**

The provisions of sections 22, 23, 26, 27(1)(a)(iii) and (iv), (2), (3), (4), (5) and (6), 28, 39 and 41(1)(a) and (b)(i) shall apply mutatis mutandis in relation to the registration of a firm and a firm name as they apply in relation to the registration of a certified public accountant."

"By-law 28 **Certified public accountants not to practise with or employ certain persons**

Save with the approval in writing of the Council, a certified public accountant holding a practising certificate who knowingly-

- (a) permits his name to be made use of in connection with the practice of public accountancy by a person who is not a certified public accountant holding a practising certificate;
- (b) employs, in or in connection with his practice as an accountant, a person whose name has been removed from the register under section 35(1)(a) of the Ordinance and has not been restored thereto; or
- (c) practises in partnership or through a corporate practice as an accountant with a person who is not entitled to practise as a certified public accountant (practising), shall be guilty of professional misconduct."

29 **Restrictions on name in which practice may be carried on**

Save with the approval in writing of the Council, a certified public accountant who, either on his own account or in partnership with any other certified public accountant or through a corporate practice, practises as a certified public accountant (practising) other than -

- (a) in his own name;
- (b) in the case of a firm of certified public accountants (practising), in his own name in association with the names of his partners; or in the case of a corporate practice, in his own name in association with the names of the other members of such corporate practice, save and except the name of any such member who is not a certified public accountant;
- (c) in the name of a firm in which he was lawfully practising at the commencement of these by-laws;
- (d) in the name of a firm lawfully registered under section 28A of the Ordinance; or
- (e) in the name of a corporate practice lawfully registered under sections 28D(4) and 28E of the Ordinance, provided that such a name or any part thereof shall not contain or include any reference to the name of any member of such corporate practice who is not a certified public accountant, shall be guilty of professional misconduct."

Note 2 – Firm name**2.1 Use of personalised name**

- (a) The proposed firm name must be sufficiently indicative of the name(s) of the sole proprietor/full-time practising partners but not the part-time partner(s).
- (b) A firm name not indicative of its sole proprietor/full-time practising partners is not acceptable unless it is a registered firm name under an overseas accountancy body or a non-personalised firm name (i.e. trading name) that is acceptable to the Institute's Council.
- (c) Members using a firm name by adding "& Co." after his/her own name must also include his/her initials or other names in addition to his/her surname, e.g. "A.B. Chan & Co.". The registration of a firm under the style of, say "Chan & Co.", is therefore not permissible.
- (d) The name of partners who are not practising certificate ("PC") holders, i.e. non-PC holder partners, should not be included in the proposed firm name.

2.2 Use of non-personalised (trading) name

The proposed name should not be approved if, in the opinion of the Council that:

- (a) it is misleading; or
- (b) it is unlawful; or
- (c) it is not of professional good taste and is inconsistent with the image of the profession; or
- (d) it is in conflict with the ethical rules of the Institute, in particular Section 450 – Practice promotion of the Code of Ethics for Professional Accountants as contained in Volume I of the HKICPA Members' Handbook.

2.3 A firm is required to register its name in English as well as in Chinese, if it has or in fact uses a Chinese name.

2.4 Application for the use of a firm name that is the same as or so nearly resembles a firm name already registered will not be considered.

Note 3 – Partnership composition

3.1 The Council has ruled under section 28A(5) of the PAO that not less than two-thirds of the partners of a firm shall be practising partners.

3.2 Mode of practice

For registration of a firm, the sole proprietor or at least one of its practising partners must practise on a full time basis, i.e. not engaged in other full-time employment.

3.3 Bankruptcy

- ▶ Section 30(7) of the PAO stipulates that : -
"A practising certificate shall not be issued to, and the Council may cancel the practising certificate of, a certified public accountant who is or has become bankrupt or has entered into a voluntary arrangement with his creditors within the meaning of the Bankruptcy Ordinance (Cap. 6)."
- ▶ The personal signature of a proposed sole proprietor/practising partner serves as a declaration by the signer that s/he is not or has not become bankrupt or has not entered into a voluntary arrangement with his/her creditors within the meaning of the Bankruptcy Ordinance.

3.4 Maximum number of firm/corporate practice names under which a PC holder may practise

The Council rules that the number of firm/corporate practice names under which a PC holder may register as a sole proprietor, a partner, a director, an authorised signatory or an authorised person (as the case may be) should in no case exceed three.

Note 4 – Registered office

In order to facilitate the statutory requirement for publishing the list of firms in the Government Gazette, an applicant is required to provide the address of its registered office in both English and Chinese.

Note 5 – Processing of application

- 5.1 The Registration and Practising Committee ("the Committee") will examine an application made on this Form and submit its recommendations to the Council for approval.
- 5.2 The result of an application will normally be available 10 weeks after the relevant submission deadline. Please refer to the Submission Deadline announced by the Institute from time to time.
- 5.3 Failure to provide full information and evidence may cause delay in the processing of an application.

- 5.4 The Institute reserves the right to verify where necessary the information furnished by the applicant with any third parties concerned.
- 5.5 Any false information/ declaration provided in this application form may result in application not being processed. The matter may also be referred to the relevant committee(s) or Council for disciplinary action as the Institute sees fit under section 34 of the PAO. Please review your application carefully before submission of your application to the Institute.

Note 6 – Supporting documents

Unless otherwise specified, all documents submitted, if they are photocopies, must be certified by a HKICPA member or a legal practitioner.

- 6.1 **Registration of the name of an overseas/international accountancy practice registered outside Hong Kong**
- Official letter of consent from the overseas/international accountancy practice giving its authorisation for the applicant to register the firm name with the Institute.
 - Documentary proof, e.g. practising certificate/ license, that the overseas/international accountancy practice is a registered practice under the jurisdiction of an accountancy body currently accepted by the Council.
 - Background information of the overseas/international accountancy practice concerned, including the latest contact details and partner/ director composition.
 - Arrangements, if any, between the overseas/international accountancy practice and the firm applicant for the latter to act as their representatives in Hong Kong.
- 6.2 **Non-personalised (trading) name registration**
Where an application for the use of a trading name is submitted, the applicant is required to submit a letter providing the reason(s) for adopting such words/characters and/or the meaning of the words/characters to be used in the proposed English and/or Chinese firm name(s) to facilitate the Committee's consideration.
- 6.3 **Registered office**
An official letter of consent from the landlord/leaseholder must be produced to the effect that he/she/they has/have no objection to such use and to the erection of a signboard at the entrance to the registered office. A sample of such letter is provided at the end of this Form for reference.
- 6.4 **Change of mode of practice of proposed sole proprietor/practising partner**
If the proposed sole proprietor/practising partner of the firm under application is currently practising on part-time basis and intends to practise on full-time basis in the proposed firm name, he/she should provide documentary proof to prove that s/he has resigned from his/her current employment and has not engaged in other full-time employment.
- 6.5 **Registration of a non-PC holder partner**
A letter applying for exemption from Professional Accountants By-law 28(c) to practise in partnership with a person who is not entitled to practise as a certified public accountant (practising) shall be submitted together with this Form.

Note 7 – Fee

- 7.1 An application must be accompanied by the appropriate application and annual fees. Please refer to the Fee Schedule announced by the Institute from time to time.
- 7.2 Upon completion of the registration process, a flat firm annual fee equivalent to the annual fee for registration of one practising partner is charged for each additional firm name registered with the Institute under the same proprietorship/ partnership for annual renewal purpose.
- 7.3 Firm annual fees are calculated on per partner basis and are paid in respect of each calendar year. Applications considered and approved by the Council in or after November each year will normally become effective on 1 January of the next calendar year. Applicants who wish to have their applications to take effect from the current calendar year are required to pay the firm annual fee for both current year and the next calendar year.
- 7.4 A \$500 administration charge will be deducted from the refund in case an application is rejected by the Institute or is withdrawn by the applicant.

Note 8 – Filing requirements upon approval of this application

- 8.1 **Letterhead and confirmation of erection of a signboard (within 3 months from the approval date)**
The Council rules that after the issuance of a firm registration certificate to a firm, it should within 3 months thereof, file with the Institute:-
- a specimen of letterhead bearing the firm name and registered office; and
 - a completed Reply Slip in respect of confirmation of erection of a signboard at the entrance to the registered office.

8.2 Business registration certificate (within 6 months from the approval date)

Section 30(6) of the PAO stipulates that: -

"If a certified public accountant fails to commence practice within 6 months from the date of issue of the practising certificate, the Council may cancel the practising certificate."

To this effect, a copy of the Business Registration Certificate should be produced within 6 months from the date of issue of a firm registration certificate to a firm as evidence of their commencement of business.

Note 9 – Practice review

All certified public accountants (practising), whether practising in own name or in the name of a CPA practice, will be subject to practice review. Applicants should refer to part IVA of the PAO included in Volume I of the Members' Handbook and the Practice Review Procedures Manual which has been distributed to all practising certificate holders.

Note 10 – Annual renewal requirements

10.1 The registration of a firm will end on 31 December each year. An application for renewal shall be made to the Registrar of the Institute not later than 15 December in the year preceding the year of renewal in such form as the Council may specify.

10.2 Renewal of firm registration shall not be granted except on payment of the firm annual fee fixed by the Council.

10.3 A firm registration certificate valid from 1 January to 31 December of the year will be issued upon receipt of the required firm annual fee and all renewal procedures are completed by the sole proprietor/ partners of the firm.

Note 11 – Change of particulars

After registration, any change in firm particulars should be notified to the Institute by filing a Form RF-3 that is downloadable at: www.hkicpa.org.hk/en/registration-and-licensing/register-a-firm/forms-downloads/ and signed off by the sole proprietor/ senior partner as soon as practicable and in any event within 14 days thereof. Notification sent via email is not acceptable for the purpose.

Note 12 – Enquiries

For enquiries in relation to the application, please contact the Admission Department of the Institute via email: admission@hkicpa.org.hk; telephone: (852) 2287-7228; or fax: (852) 2575-6852.

Last update on 3 July 2017

Hereunder is a sample of a letter of consent. Please request the leaseholder/landlord of your proposed registered office to reproduce it on their own letterhead.

Date: _____

Registrar,
Hong Kong Institute of Certified Public Accountants,
27th floor, Wu Chung House,
213 Queen's Road East,
Wan Chai, Hong Kong.

SAMPLE

Dear Sirs,

Letter of Consent from Leaseholder/Landlord *

Re: _____
(Proposed firm name)

This is to confirm that the undersigned who is the leaseholder/landlord* of the office situated at _____
(in English)
(in Chinese)

has no objection to the use of the premises as the registered office of the said firm, and has given permission to the said firm to erect a signboard with appropriate description at the entrance to the registered office.

Yours faithfully,

(Signature)

(Full name in BLOCK letters)

(Position held)

(Name of company)

(Company chop, if any)

* Please delete as appropriate.