

Documents for Account Opening in Macau – Macau Registered Branch of Overseas Company or Limited Company established Overseas

Note:

- a. Copies of all documents submitted should be **true copies certified** by a certified public accountant / lawyer / banker / notary public in a Financial Action Task Force (FATF) member / comparable jurisdiction acceptable to HSBC or by a member of the Hong Kong Institute of Chartered Secretaries (HKICS) or by an officer of any HSBC Branch.. If original documents are not in Portuguese or Chinese or English language, an English translation of the same should also be provided. (Certification format: Certifier’s signature with Certifier’s position, registration number (if any) and official stamp should be placed on the first page of the copy document. Certifier must state that it is “True Copy of Original Document” (or words to similar effect) with date and the number of pages to be recorded).
- b. The number of directors of the Overseas Company, of representatives of the Branch or of Authorized Signatories as appointed under the resolution (item 7 below) or as appointed under the Mandate (item 11 below) need to be present for the account opening.

1. Documents Required from Macau Registered Branch

- a) Business Registration Certificate of the branch - Certidão Do Registo Comercial - issued by the Macau Commercial Registry within 1 month of application. Deed of Incorporation (if applicable)
- b) Industrial Tax –*CONTRIBUICAO INDUSTRIAL Declaracao De Inicio De Actividade /Alteracoes*(Form M1)
- c) Proof of payment of Industrial Tax - *CONTRIBUICAO INDUSTRIAL Conhecimento de cobranca*(Form M/8) issued within 12 month - if entity has been registered in Macau over 1 year

2. The following documentation in respect of the Overseas Company

- a) Certificate of Incorporation and subsequent certificate of change of name, if any;
- b) Business License (or comparable document), if any; and
- c) Memorandum and Articles of Association (M&A) and any amending resolutions or comparable documents

3. Documents Required from Entities Incorporated Overseas (excluding Hong Kong)

- a) If Certificate of Incumbency (COI) with Certificate of Good Standing / official company search report/ Company Particulars search is available:
Certificate of Incumbency (COI) with Certificate of Good Standing OR official company search report OR Company Particulars search to confirm the valid legal status of the entity issued within 6 months, in country of incorporation;
- b) If Certificate of Incumbency (COI) with Certificate of Good Standing / official company search report/ Company Particulars search is not available:
Director/ Shareholder/ Beneficial Owner Declaration (DD) or a comparable document to a Company Search Report/ Company Particulars search/ a Certificate of Incumbency (COI) issued within 6 months AND Certification Letter (from a certified public accountant / lawyer of a FATF member / comparable jurisdiction acceptable to HSBC) certifying that information contained in the DD is correct and accurate.

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4. **Documents Required for Entities Incorporated in Hong Kong**

Latest Notification of Change of Secretary and Director (Appointment/Cessation) (Form D2A/ND2A), Return of Allotments (Form SC1/NSC1) and/or Instrument of Transfer, if applicable and;

i) For newly established company:

- Company search report/company particulars search issued within 6 months and,
- Notification of First Secretary and Director (Form D1) / Incorporation Form (Company Limited by Shares) (Form NC1/NNC1) / Incorporation Form (Company Not Limited by Shares) (Form NC1G/NNC1G)
- Director/shareholder/Beneficial Owner Declaration (DD) (sample available upon request) issued within 6 months, if applicable

ii) For Company established over one year:

- Company Search Report /company particulars search issued within 6 months
- Latest Annual Return (Form AR1 / NAR1)

5. **Document required from ALL Directors, ALL Branch Representatives, ALL Authorized Signatories, ALL Beneficial Owners, two Key Controllers and ALL Direct Appointees:**

- Identification Document
- Former Name/Alias Proof (If there is a former name/alias)
- Nationality Proof e.g. Passport copies (if the individual is not a Macau or Hong Kong permanent Identity Card holder)
- Habitual Residential Address Proof (e.g. Utility bill issued within 3 months, bank statement issued within 3 months by Financial Institutions in a FATF member / comparable jurisdiction acceptable to HSBC, valid driving license, National identity card with address, and other proof acceptable to HSBC)
- Permanent Address Proof (If the individual is not a Macau or Hong Kong Permanent Identity Card holder and have a permanent address different from residential address)

6. **Information required from ALL Directors, ALL Authorised Signatories, ALL Beneficial Owners and All Key Controllers and ALL Direct Appointees:**

- Full name
- ID type and Number
- Date of Birth

7. A resolution of directors, the board of directors, the general meeting of shareholders or of the sole shareholder of the Overseas Company, if and as appropriate, or the Mandate (item 12 below) approving to open account(s) and determining the rules of operation of the newly opened account(s), notarized by an appointed notary of the place of incorporation of the Overseas Company and subject to international legalization (if applicable) or the Mandate (item 12 below)

8. Latest 3 months Bank Statement / Letter of introduction from a bank or introducer (if applicable)

9. Latest 3 years Financial Report (if applicable)

10. a) FATCA Declaration for Active Non-Financial Foreign Entities; or
b) W-series Form
(For further information, please refer to our website www.fatca.hsbc.com.)

11. Mandate, Business Customer Account Opening Form, Business Account Opening Form - Supplementary Information and Signature Cards

12. **For overseas company with corporate shareholders:**

Ownership structure chart showing the company name, % shareholding, the country of incorporation, the country of business address of each Intermediate Owner up to the Beneficial Owners of the company and specifying the issuance of bearer shares in the chain of ownership (including the company, all Intermediate Owners and Beneficial Owners), certified by director. Indicate if there are family members among the Beneficial Owners and the family's total collective % shareholding, if applicable

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If Beneficial Owners of your Overseas Company is a Trust:

- i. Trust Deed or by reference to an appropriate register in the relevant country of establishment or, a written confirmation from a trustee acting in a professional capacity or, a written confirmation from a lawyer who has reviewed the relevant instrument with the following details:
 - a) name of the trust
 - b) date of establishment/settlement
 - c) jurisdiction whose laws govern the arrangement, as set out in the trust instrument
 - d) identification number (if any) granted by any applicable official bodies (e.g. tax identification number or registered charity or non-profit organisation number)
 - e) identification information of trustee(s):
 - individual trustee: Full name, Date of birth, Nationality, Identification document type and number
 - corporate trustee: Full name, Date and Country of incorporation, Registration or Incorporation number, Registered office address in the country of incorporation and Business address if different from the registered office address
 - f) identification information of settlor(s) and any protector(s) or enforcer(s)
 - g) identification information of known beneficiaries
- ii. Identification proof and residential address proof of Beneficial Owners in relation to a trust
- iii. Identification proof of trustee(s):
 - individual trustee: Identification document and nationality proof
 - corporate trustee established in Hong Kong: Company Search Report issued within 6 months
 - corporate trustee established overseas: Company Search Report / Certificate of Incumbency / comparable documents issued within 6 months

13. **For company with nominee shareholders:**
Director Declaration (DD) with details of ultimate beneficial owners.
14. **For direct Principal Shareholders which are corporate entities, the following copies of documents are to be submitted by these entities:**
 - i. Official document(s) listing current directors such as Business Registration Certificate / Company Search Report / Company Particulars Search / Certificate of Incumbency (COI) with Certificate of Good Standing issued within 6 months or comparable documents; or
Director Declaration (DD) with Certification Letter (from a certified public accountant / lawyer of a FATF member / comparable jurisdiction acceptable to HSBC) certifying that information contained in the DD is correct and accurate.
 - ii. Memorandum and Articles of Association
15. **For Directors or Authorised Signatories which are corporate entities, the following copies of documents are to be submitted by these entities:**
 - i. Specimen signatures
 - ii. Company registration documents of the entities or comparable documents
 - iii. Official document(s) listing current directors such as Company Search Report / Company Particulars Search / Certificate of Incumbency (COI) with Certificate of Good Standing issued within 6 months or comparable documents; or
 - iv. Director Declaration (DD) with Certification Letter (from a certified public accountant / lawyer of a FATF member / comparable jurisdiction acceptable to HSBC) certifying that information contained in the DD is correct and accurate.
 - v. Document items (7) listed above from ALL directors and ALL authorised signatories of the entities.
16. **For Key Controllers which are corporate entities, the following copy of document is to be submitted by these entities:**
 - i. Company registration document showing the company name and country of incorporation.
17. Initial Deposit (Each account must maintain a monthly balance of MOP/HKD 200,000 or equivalent)
For details of our Tariff, please send an inquiry to: ibc@hsbc.com.mo

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Important Note:

- a) Apart from documents listed above, the bank may require submission of updated/additional information from time to time before or after the account is opened. In case of regulatory / legislation and related requirements, the Bank may require submission of documents such as Business Plan, Business Proof (e.g. invoice/sales contract etc.) and Bank Reference Letter etc. Failure to do so may result in the Bank's inability to provide the requested banking service.
- b) **Documents submitted will be subject to the review and approval of the Bank. The Bank has the sole and absolute discretion in deciding whether to accept your account opening application and reserves the right to decline any account opening request without providing any reason. Documents submitted will not be returned irrespective of whether the account is eventually opened.**

Definition:**Beneficial Owner:**

1. In relation to a corporation (if fulfils any of the following criteria): means an individual who,
 - owns or controls, directly or indirectly, including through a trust or bearer shares holding, not less than 10% of the issued share capital of the corporation; or
 - is directly or indirectly, entitled to exercise or control the exercise of not less than 10% of the voting rights at general meetings of the corporation; or
 - exercises ultimate control over the management of corporation; or
 - if the corporation is acting on behalf of another person, means the other persons.
2. In relation to a trust (if fulfils any of the following criteria): means an individual who,
 - is entitled to a vested interest in not less than 10% of the capital of the trust property, whether the interest is in possession or in the remainder or reversion and whether it is defeasible or not; or
 - the settler of the trust; or
 - a protector or enforcer of the trust; or
 - an individual who has ultimate control over the trust.

Intermediate Owner:

Intermediate Owner is an entity or legal arrangement (e.g. Trust, Foundation etc.) that sits between the entity and the Ultimate Beneficial Owner in the ownership structure.

Key Controller:

Key Controller is an individual appointed to exercise direct control over the entity, by participating in the governance or senior / executive activities of the business. Key Controller typically sets the strategic direction of the entity and exercises control jointly with other directors or senior executives. It can be a corporate entity. Key Controllers include:

- Chief Executive Officer (CEO) / Managing Director
- Chief Financial Officer (CFO) / Head of Finance
- Chief Operating Officer (COO) / Head of Operations
- Managing Partner
- Chairman / Deputy Chairman of the Board
- Chairman of the Audit / Remuneration / Risk Committee
- Authorised Signatory with sole signing authority
- Nominee
- Powers of Attorney

Authorized Signatory or Direct Appointee:

Authorized Signatory or Direct Appointee is an individual authorised under an executed instrument of the entity to act on its behalf with respect to the banking relationship, and to appoint authorised signatories or delegate authority to others to represent the business in limited circumstances, e.g. the Company secretary. Authorized Signatory or Direct Appointee is typically appointed by Key Controllers, or the resolution of the Board of Directors or of the general meeting of the Shareholders or by the Mandate. It can be a corporate entity.

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澳門開戶文件 - 海外公司於澳門登記之分行或於海外設立之有限責任公司

注意：

- a. 所有提交本行的文件副本必須經在由本行認可的「打擊清洗黑錢財務行動特別組織」成員或相應國家的執業會計師／律師／往來銀行／公司註冊代理人／精算師／公司秘書服務供應商／公證人或香港特許秘書公會會員或任何滙豐分行主管**簽證為真確的副本**。如文件正本乃非葡文或中文或英文語言，須另外提交英文翻譯文本。(簽證格式：簽證人應在文件副本首頁填寫簽證人職位，登記號碼(如有)，簽署及蓋上正式印章，並標明頁數和日期及註明：「附上文件為真確的副本」或相近意思的句子)。
- b. 辦理開戶手續時，海外公司之董事、分行代表或按決議(第 7 項)或按委任書(第 11 項)委派之授權簽署人須出席。

1. 澳門登記之分行須提交之文件

- a) 由澳門商業及動產登記局最近一個月內所發出分行之商業登記證明。公司成立契約(如適用)
- b) 營業稅 - 開業申報表／更改申報表(M/1)
- c) 最近 12 月內的營業稅繳納憑單 (M/8) - 若該商號在澳門註冊已超過一年

2. 海外公司須提交以下文件

- a) 設立證明和及後更改名稱之證明，如有；
- b) 營業執照 (或相近文件)，如有；及
- c) 設立協議及公司章程和任何修改決議或相近文件

3. 海外設立之實體須提供下列文件(不包括香港)

- a) 如董事在職證明(COI)，連同存續證明/公司之官方查冊/查冊公司資料可提供：
於其設立之國家最近 6 個月內發出之董事在職證明(COI)，連同存續證明/公司之官方查冊/查冊公司資料，確認實體之有效合法狀況；
- b) 如董事在職證明(COI)，連同存續證明/公司之官方查冊/查冊公司資料不可提供：
對公司查冊/查冊公司資料/董事在職證明(COI)於最近 6 個月內作出之董事/股東/實益擁有人之聲明(DD)或相近文件，以及確認該董事證明書的內容屬實之證明信(由本行認可的打擊清洗黑錢財務行動特別組織成員或相應國家的執業會計師／律師發出)
確認該董事證明書的內容屬實。

4. 於香港設立之實體須提交之文件

最新更改公司秘書及董事通知書(委任/停任)(表格 D2A/ND2A)、股份配發申請書(表格 SC1/NSC1)及/或轉讓文書(如適用)，及

i) 新設立之公司：

- 於最近 6 個月內作出之公司查冊/查冊公司資料；及
- 首任秘書及董事通知書(表格 D1)/法團成立表格(股份有限公司)(表格 NC1/NNC1)/法團成立表格(股份有限公司以外的公司)(表格 NC1G)
- 於最近 6 個月內作出之董事/股東/實益擁有人之聲明(DD)(可應要求提供樣本)，如適用

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香港上海滙豐銀行有限公司
January 2016 v.1

ii) 設立超過一年之公司：

- 於最近 6 個月內作出之公司搜查報告/公司資料查驗
- 最新之周年申報表(表格 AR1/NAR1)

5. 由所有董事、所有分行代表、所有授權簽署人、所有實益擁有人、兩名主要管理人和所有受任人提供下列文件：

- 身份證明文件
- 前用姓名／別名證明（如有前用姓名／別名）
- 國籍證明，例如護照副本（如該人士非持有澳門或香港永久性居民身份證）
- 常居地址證明（例如：最近三個月的公用事業帳單、由本行認可的打擊清洗黑錢財務行動特別組織成員或相應國家的財務機構發出最近三個月的銀行月結單、在效的駕駛執照、國民身份證連地址及其他本行認可文件）
- 永久住址證明（如該人士非持有澳門/香港永久性居民身份證及擁有永久住址但與住宅地址不同）

6. 由所有董事、所有授權簽署人、所有實益擁有人、所有主要管理人和所有受任人提供下列資料：

- 全名
- 證件類型及編號
- 出生日期

7. 海外公司之行政管理機關成員、董事會、股東大會或獨一股東之決議，或委託書(如適用)(第12項)表明開設帳戶，並確定新開帳戶的操作規則，並且依據國際法律認可(如適用)或委託書(第12項)由海外公司設立之地方之公證人證明

8. 最近三個月之銀行月結單／銀行或其他介紹人之介紹信（如適用）

9. 最近三年的財務報告（如適用）

10. a) 活躍非金融外國實體FATCA聲明；或
b) W-series Form
(如需更詳細資料，請參閱本行的網頁: www.fatca.hsbc.com.)

11. 委託書、商業客戶開戶表格、商業戶口開戶表格 - 補充客戶資料附頁及印鑑卡

12. 如股東為一間公司：

股權架構圖顯示每家中介控股公司的公司名稱、其擁有公司股份的股權份數、註冊國家、營業地址的國家及實益擁有人，並註明各層股權架構中已發行的不記名股票別（包括開戶公司、所有中介控股公司及實益擁有人），並由董事認證。另表明實益擁有人是否家庭成員及其家族的集體股權份數，如適用

如最終實益擁有人為信託基金：

i. 信託契約或參照在有關成立國家的合適登記冊或從以專業身份行事的受託人的書面確認或由已審閱相關文件的律師確認以下細節：

- a) 信託名稱
- b) 成立/結算日期
- c) 信託文書所載的司法管轄區，有關安排受該司法管轄區的法律監管
- d) 任何官方機構授予的識別號碼（如有）（例如報稅識別號碼慈善或非牟利團體登記號碼）
- e) 受託人的身份證明資料
 - 個人受託人：全名、出生日期、國籍、身份證種類及號碼
 - 公司受託人：公司名稱、註冊日期及國家、登記或註冊號碼、註冊公司地址（於註冊國家）及營業地址（如與註冊公司地址不同）

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- f) 財產授予人及任何保護人或執行人的身份證明資料
- g) 已知受益人身份證明資料
- ii. 就信託而言的實益擁有人的身份證明文件及住宅地址證明
- iii. 受託人的身份證明文件：
 - 個人受託人：身份證明文件及國籍證明
 - 香港成立的公司受託人：由公司註冊處於最近六個月發出認可的查冊
 - 海外成立的公司受託人：由公司註冊處於最近六個月發出認可的查冊／由公司註冊代理人於最近六個月發出的董事、股東證明書／相應文件

- 13. 如公司的股東為代理人的身份：
董事聲明書說明最終實益擁有人的資料
- 14. 如直接主要股東為一間公司，則該公司須提交下列文件：
 - i. 法定文件（例如最近六個月發出的公司商業登記證／公司查冊／查冊公司資料／連同存續證明之董事在職證明）詳列現任 董事的資料；或
董事證明書並附上由本行認可的打擊洗黑錢財務行動特別組織成員或相應國家的執業會計師／律師發出的證明信，確認該董事聲明書的內容屬實
 - ii. 設立協議及公司章程
- 15. 如董事或授權簽署人為一間公司，則該公司須提交下列文件：
 - i. 簽名樣式
 - ii. 公司登記文件或相應文件
 - iii. 法定文件（例如最近六個月發出的公司查冊／查冊公司資料／連同存續證明之董事在職證明）詳列現任 董事的資料；或
 - iv. 董事證明書並附上由本行認可的打擊洗黑錢財務行動特別組織成員或相應國家的執業會計師／律師發出的證明信，確認該董事證明書的內容屬實
 - v. 所有董事及所有授權簽署人提供上列第 7 項的文件
- 16. 如主要管理人為一間公司，則該公司須提交下列文件：
 - i. 顯示公司名稱及註冊國家之公司登記文件
- 17. 開戶存款（每帳戶每月平均結餘澳門幣/港幣 200,000 元 或其等值的外幣）
如需本行收費表的詳細資料，請電郵諮詢：ibc@hsbc.com.mo

重要通知：

- a) 除下列文件外，本行有權在戶口開立前或開立後要求客戶更新資料。如因監管/法規要求，本行在需要時可要求下列文件：有關之業務計劃，業務證明(如發票，買賣合同等)，銀行證明書等。如戶口持有人未能向本行提供有關資料，可能會導致本行無法繼續提供該等服務。
- b) 所提交之文件將受本行審查及核准。對閣下開戶申請之接受與否，本行具專有及絕對之自由裁量權，且保留不接受開戶申請的權利並毋須提供任何理由。無論賬戶成功開立與否，所提交之文件將不被退還。

定義：

實益擁有人：

1. 就法團而言指符合以下任何一項說明的個人：
 - 直接或間接地擁有或控制（包括透過信託或持票人股份持有）該法團已發行股本的不少於10%；或
 - 直接或間接地有權行使在該法團的成員大會上的投票權的不少於10%；或支配該比重的投票權的行使；或
 - 行使對該法團的管理最終的控制權；或
 - （如該法團是代表另一人行事）指該另一個人
2. 就信託而言指符合以下任何一項說明的個人：
 - 有權享有信託財產的資本的既得權益的不少於10%的任何人，而不論該人是享有該權益的管有權，剩餘權或復歸權，亦不論該權益是否可以廢除；或
 - 該信託的財產授予人；或
 - 該信託的保護人或執行人；或
 - 對該信託擁有最終的控制權的個人

中介控股公司：

中介控股公司是指股權加構中，處於公司和最終實益擁有人之間的控股公司或法律安排（如信託基金、基金會等）。

主要管理人：

主要管理人是指被委任參與公司的管理或高級行政架構，對業務行使直接決策權的人士。主要管理人一般會制定公司的策略方針，並與其他董事或高級行政人員共同管理及決策公司的營運。主要管理人可為一間法人團體。主要管理人包括：

- 行政總裁 / 總經理
- 審核/ 薪酬/ 風險委員會主席
- 財務總監
- 可發出單一簽署指示的授權簽署人
- 營運總監
- 代理人
- 執行合夥人
- 受權人
- 董事會主席/ 副主席

授權簽署人或受任人：

授權簽署人或受任人據公司簽立的文書獲授權處理銀行事項的個人，並有權委任授權簽署人。受任人也可在附加限制下，授予權限予其他人，如公司秘書。授權簽署人或受任人一般是由主要管理人、董事會或股東大會之決議或委託書所委派。其可為法人團體。