

Edgar Filing: APEX WEALTH ENTERPRISES LTD - Form 8-A12G

APEX WEALTH ENTERPRISES LTD  
Form 8-A12G  
August 27, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Apex Wealth Enterprises Limited  
(Exact name of registrant as specified in its charter)

British Virgin Islands	Not Applicable
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(State of incorporation or organization)	(I.R.S. Employer Identification No.)
Room 3505-06, 15 Queen's Road Central, Hong Kong	Not Applicable
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(Address of principal executive offices)	(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates:  
333-110071

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
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Not Applicable	Not Applicable

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock
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(Title of Class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

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Incorporated herein by reference is the description of Common Stock set forth under the heading "Description of Common Stock" contained in the Registrant's Registration Statement on Form F-1 (Registration No. 333-110071) under the Securities Act of 1933, as amended.

Item 2. Exhibits.

EXHIBIT NUMBER -----	DESCRIPTION -----
3.1	Memorandum of Association of the Registrant (incorporated by reference to Exhibit 3.1 to the Registrant's Registration Statement on Form F-1 (Registration No. 333-110071)
3.2	Articles of Association of the Registrant (incorporated by reference to Exhibit 3.2 to the Registrant's Registration Statement on Form F-1 (Registration No. 333-110071)
3.3	Resolution to Amend the Authorized Share Capital of the Registrant (incorporated by reference to Exhibit 3.3 to the Registrant's Registration Statement on Form F-1 (Registration No. 333-110071)
4.1	Specimen Certificate for the Registrant's Common Stock (incorporated by reference to Exhibit 4.1 to the Registrant's Registration Statement on Form F-1 (Registration No. 333-110071)

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: August 27, 2004

APEX WEALTH ENTERPRISES LIMITED  
(Registrant)

By: /s/ Li Sze Tang

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Name: Li Sze Tang  
Title: Chief Executive Officer