

**立法會**  
**Legislative Council**

LC Paper No. CB(1) 2132/02-03

(These minutes have been seen  
by the Administration)

Ref: CB1/BC/6/01/2

**Bills Committee on Companies (Amendment) Bill 2002**

**Minutes of the twenty-fifth meeting  
held on Thursday, 12 June 2003, at 10:45 am  
in Conference Room A of the Legislative Council Building**

- Members present** : Hon Audrey EU Yuet-mee, SC, JP (Chairman)  
Dr Hon David CHU Yu-lin, JP  
Hon Eric LI Ka-cheung, JP  
Hon NG Leung-sing, JP  
Hon CHAN Kwok-keung  
Hon CHAN Kam-lam, JP  
Hon Emily LAU Wai-hing, JP
- Members absent** : Hon Albert HO Chun-yan  
Hon SIN Chung-kai  
Hon Miriam LAU Kin-yee, JP  
Hon Henry WU King-cheong, BBS, JP
- Public officers attending** : Financial Services and the Treasury Bureau  
  
Mr Esmond LEE  
Principal Assistant Secretary for Financial Services and  
the Treasury (Financial Services)<sup>4</sup>  
  
Mr Arthur AU  
Assistant Secretary for Financial Services and the  
Treasury (Financial Services) (4)<sup>1</sup>

Companies Registry

Mr Edward LAU  
Secretary  
Standing Committee on Company Law Reform

Department of Justice

Mr J E GUNTER  
Senior Assistant Law Draftsman

Mr Vidy CHEUNG  
Senior Government Counsel

**Clerk in attendance** : Miss Becky YU  
Chief Assistant Secretary (1)1

**Staff in attendance** : Miss Monna LAI  
Assistant Legal Adviser 7

Mrs Mary TANG  
Senior Assistant Secretary (1)2

Miss Mandy POON  
Legislative Assistant 4

---

**I. Meeting with the Administration**

(LC Paper No. CB(1) 1936/02-03(01) -- Submission from the Law Society of Hong Kong dated 11 June 2003 (English version only)

LC Paper No. CB(1) 1936/02-03(02) -- Revised new section 161B and new section 161BB proposed by the Administration)

The Committee deliberated (Index of proceedings attached at **Annex A**).

2. The Administration was requested to provide a full set of draft Committee Stage amendments by 9:00 am on 13 June 2003.

3. Members agreed to the following schedule of meetings -

(a) Monday, 16 June 2003, at 4:30 pm; and

(b) Tuesday, 17 June 2003, at 1:00 pm.

*(Post-meeting note: The meeting on 17 June 2003 was subsequently cancelled.)*

4. There being no other business, the meeting ended at 12:45 pm.

Council Business Division 1  
Legislative Council Secretariat  
2 July 2003

**Proceedings of the meeting of the  
Bills Committee on Companies (Amendment) Bill 2002  
Meeting on Thursday, 12 June 2003, at 10:45 am  
in Conference Room A of the Legislative Council Building**

<b>Time marker</b>	<b>Speaker</b>	<b>Subject(s)</b>	<b>Action required</b>
000000 - 000250	Chairman	Letter dated 11 June 2003 from the Law Society of Hong Kong on the definition on conditional sale agreement (LC Paper No. CB(1) 1936/02-03(01))	
000251 - 000425	Chairman	Letter dated 11 June 2003 from the Hong Kong Association of Banks on section 157I (LC Paper No. CB(1) 1954/02-03(05))	
000426 - 001009	Chairman ALA7 Administration	Examination of the English marked-up version of the draft Committee Stage amendments (CSAs) (LC Paper No. CB(1) 1954/02-03(01))	
001010 - 001045	Chairman ALA7 Administration	Section 58(3)(d) and (4) under clause 26 regarding special resolution for reduction in share capital	
001046 - 003051	ALA7 Administration	Clauses 29 to 62	
003052 - 004520	Chairman Administration Mr Eric LI ALA7	Section 161B and new section 161BB under clause 63 (LC Paper No. CB(1) 1954/02-03(02))	The Administration to amend new section 161BB(5) and (6) to delete the reference to "any other person" as company accounts were made available for inspection by members of the company and not "any other person"

<b>Time marker</b>	<b>Speaker</b>	<b>Subject(s)</b>	<b>Action required</b>
004521 - 013542	Chairman ALA7 Administration Mr Eric LI Mr CHAN Kam-lam Ms Emily LAU	Clause 108(c) on amendments to First Schedule regarding the holding of meetings by electronic means; letter from ALA7 to the Administration dated 11 June 2003 (LC Paper No CB(1) 1954/02-03(04)); effect of the proposed amendments on companies which had already adopted Table A; and the wording of the proposed amendments	The Administration to amend the fourth paragraph of proposed regulation 1 of Table A by deleting “electronic means” and substituting “such lawful means and in such manner as may be agreed by the company in general meeting”
013543 - 014332	Chairman ALA7 Mr Eric LI Ms Emily LAU Mr CHAN Kam-lam Mr NG Leung-sing	Legislative timetable and verbal report to the House Committee on 13 June 2003	The Administration to provide the full set of draft CSAs to ALA7 by 9:00am on 13 June 2003
014333 - 015130	Ms Emily LAU Administration Chairman	Next meetings to be held on 16 June 2003 at 4:30 pm and on 17 June 2003 at 1:00 pm	
015131 - 015906	Chairman Administration	Clause-by-clause examination of the Chinese version of the Bill (LC Paper No. CB(1) 2346/01-02(01)) Clauses 1 to 28	